2295 Corporate Blvd., N.W., Suite 222, P.O. Box 5010, Boca Raton, FL 33431-0810 (561) 241-9880 FAX (561) 241-9887

Beverly Hills, CA (310) 273-9525

VIA FEDERAL EXPRESS

October 15, 1997

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399 700002321587--7 -10/16/97--01029--008 *****96.25 ******96.25

· Re:

CERTIFICATES OF LIMITED PARTNERSHIP FOR: BOWLR, LTD. and USWLR, LTD.

Dear Sir or Madam:

Enclosed please find an original and one copy of the Certificate of Limited Partnership and Affidavit of Capital Contributions for each of the above referenced limited partnerships, together with two checks in the amount of \$96.25 each representing the filing fee of \$52.50, registered agent fee of \$35.00, and \$8.75 for a Certificate of Status for each of the above referenced limited partnerships.

Please return a filed copy of the Certificate of Limited Partnership and the Affidavit of Capital Contributions, and the Certificate of Status for each of the above referenced limited partnerships to me at the above street address via Federal Express. Our Federal Express account number is 1065-0238-2.

Thank you for your assistance with this matter.

Very truly yours,

Sue Deverson, CLA
Certified Legal Assistant

/sd

Enclosures

c: Mr. Bob Klein w/enclosure

\corporat\state33.ltr

Name

Availability

Document

Examiner

Updater

Updater

Verifyer

Acknowledgement

W. P. Verifyel

CERTIFICATE OF LIMITED PARTNERSHIP OF BOWLR, LTD.

This Certificate of Limited Partnership is executed and filed in order to form a limited partnership in accordance with Section 620.108, Florida Statutes.

1. The name of the limited partnership is:

BOWLR, Ltd.

2. The address of the office and the name and address of the agent for service of process on the limited partnership is:

Norton Herrick The Herrick Company, Inc. 2295 Corporate Boulevard, N.W., Suite 222 Boca Raton, Florida 33431

3. The limited partnership has one general partner. The name and business address of the general partner is:

G-P BOW, Inc.

2295 Corporate Boulevard, N.W., Suite 222

Boca Raton, Florida 33431

4. The mailing address for the limited partnership is:

2295 Corporate Boulevard, N.W., Suite 222

P.O. Box 5010

Boca Raton, Florida 33431-0810

116 PM 22: 14

5. The term of the limited partnership shall commence upon the filing of this Certificate with the Florida Department of State, and the latest date upon which the limited partnership is to dissolve is December 31, 2060.

The undersigned general partner has executed this Certificate of Limited Partnership as of the 15th day of October, 1997.

GENERAL PARTNER:

G-P BOW, Inc.,

a Florida cosporation

By:

Norton Herrick, President

The undersigned accepts the foregoing designation as the agent for service of process on BOWLR, Ltd., and agrees to act in that capacity.

THE HEIGHT COMPANY, INC.

Norton Herrick

Chief Executive Officer

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned president of G-P BOW, Inc., a Florida corporation, which is the general partner of BOWLR, Ltd., a Florida limited partnership, certifies:

- 1. That he is the President of G-P BOW, Inc., a Florida corporation and in that capacity has full authority to sign this Affidavit on behalf of the corporation.
- 2. That G-P BOW, Inc. is the sole general partner of BOWLR, Ltd., a Florida limited partnership.
- 3. That the amount of the capital contributions of the limited partners and the total amount anticipated to be contributed by the limited partners to BOWLR, Ltd. at this time totals \$100.00.

FURTHER AFFLANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated this 15th day of October, 1997.

GENERAL PARTNER:

G-P BOW, Inc., a Florida corporation

Norton Herrick, President

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SECRETARY OF STATE OIVISION OF CORPORATIONS