

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

**A97000002388**

A & R Hollywood, Ltd.

500002335995--8

-11/03/97--01066--004

\*\*\*1785.00 \*\*\*1785.00

- Art of Inc. File \_\_\_\_\_
- LTD Partnership File \_\_\_\_\_
- Foreign Corp. File \_\_\_\_\_
- L.C. File \_\_\_\_\_
- Fictitious Name File \_\_\_\_\_
- Trade/Service Mark \_\_\_\_\_
- Merger File \_\_\_\_\_
- Art. of Amend. File \_\_\_\_\_
- RA Resignation \_\_\_\_\_
- Dissolution / Withdrawal \_\_\_\_\_
- Annual Report / Reinstatement \_\_\_\_\_
- Cert. Copy \_\_\_\_\_
- Photo Copy \_\_\_\_\_
- Certificate of Good Standing \_\_\_\_\_
- Certificate of Status \_\_\_\_\_
- Certificate of Fictitious Name \_\_\_\_\_
- Corp Record Search \_\_\_\_\_
- Officer Search \_\_\_\_\_
- Fictitious Search \_\_\_\_\_
- Fictitious Owner Search \_\_\_\_\_
- Vehicle Search \_\_\_\_\_
- Driving Record \_\_\_\_\_
- UCC 1 or 3 File \_\_\_\_\_
- UCC 11 Search \_\_\_\_\_
- UCC 11 Retrieval \_\_\_\_\_
- Courier \_\_\_\_\_

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SECRETARY OF STATE  
DIVISION OF CORPORATION

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OCT 31 AM 10:19  
DIVISION OF CORPORATION  
*File Second*

Signature \_\_\_\_\_

Requested by: Cher    10-31    934  
Name                      Date                      Time

Walk-In \_\_\_\_\_      Will Pick Up \_\_\_\_\_

RP  
10-31-97

**CERTIFICATE OF LIMITED PARTNERSHIP OF  
A&R HOLLYWOOD, LTD.  
A Florida Limited Partnership**

The undersigned General Partner, desiring to form a limited partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Chapter 620 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is A&R Hollywood, Ltd.
2. The address of the office of the Partnership is:  
  
4675 S.W. 74<sup>th</sup> Street  
Miami, Florida 33143
3. The name of the Registered Agent for service of process on the Partnership is:  
  
Wayne M. Pathman
4. The address of the Registered Agent for service of process on the Partnership is:  
  
Haber, Lewis & Pathman, LLP  
One Biscayne Tower, Suite 3660  
2 South Biscayne Blvd.  
Miami, Florida 33131
5. The name and address of the General Partner is as follows:  
  
A&R Hollywood, Inc.  
4675 S.W. 74<sup>th</sup> Street  
Miami, Florida 33143
6. The mailing address of the Partnership is:  
  
4675 S.W. 74<sup>th</sup> Street  
Miami, Florida 33143
7. The latest date upon which the Partnership shall dissolve is December 31, 2027.

The execution of this Certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

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DIVISION OF CORPORATIONS  
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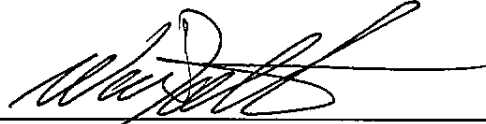
IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the General Partner of A&R Hollywood, Inc. this 30th day of October 1997.

Witnesses:

A&R HOLLYWOOD, INC., a Florida corporation

\_\_\_\_\_  
\_\_\_\_\_

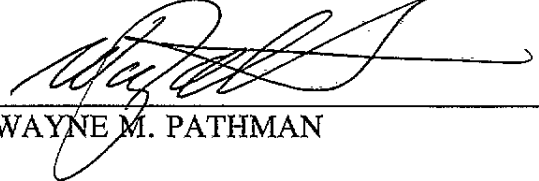
By:



\_\_\_\_\_  
WAYNE M. PATHMAN  
Vice President

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named as registered agent for A&R HOLLYWOOD, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

  
\_\_\_\_\_  
WAYNE M. PATHMAN

October 30, 1997

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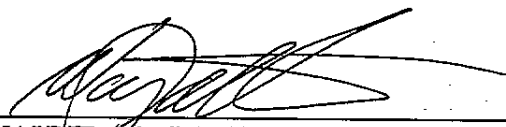
**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF FLORIDA        )  
                                  )ss:  
COUNTY OF DADE        )

**BEFORE ME**, the undersigned authority, personally appeared WAYNE M. PATHMAN as Vice President of A&R HOLLYWOOD, INC., a Florida corporation, as General Partner of A&R HOLLYWOOD, LTD., a Florida limited partnership, and states as follows:

1.     The amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners at this time totals \$1,100,000.00.
  
2.     The undersigned is delivering this Affidavit solely in his capacity as an officer of the General Partner of the Limited Partnership, and not individually.

**FURTHER AFFIANT SAYETH NOT.**

  
\_\_\_\_\_  
WAYNE M. PATHMAN, as Vice President of A&R HOLLYWOOD, INC., a Florida corporation, General Partner of A&R HOLLYWOOD, LTD., a Florida limited partnership

**BEFORE ME**, the undersigned authority, on this 30th day of October, 1997, personally appeared WAYNE M. PATHMAN, as Vice President of A&R HOLLYWOOD, INC., a Florida corporation, General Partner of A&R HOLLYWOOD, LTD., a Florida limited partnership, on behalf of said entities. WAYNE M. PATHMAN is personally known to the undersigned or has produced a Florida drivers license as identification and did take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC, State of Florida  
at large

Q:\20247\6001\DOCS\LP-CERT

