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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):
Parc Du Lac Development Ltd.

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AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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W. P. Verifier	<input type="checkbox"/> FICTITIOUS NAME SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Ordered By: _____

Date: _____

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned hereby make, acknowledge and file with the Secretary of State of the State of Florida, this *Certificate of Limited Partnership* for the purpose of forming a limited partnership for profit in accordance with the laws of the State of Florida.

1. **NAME OF PARTNERSHIP** - The name of the Partnership shall be *PARC DU LAC DEVELOPMENT, LTD.*

2. **LOCATION OF PRINCIPAL PLACE OF BUSINESS** - The principal place of business of the Partnership shall be located at 2200 Lucien Way, Suite 350, Maitland, Florida 32751, or such other place or places as the General Partners shall from time to time determine.

3. **NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS**

PHILIP TATICH
341 North Maitland Avenue, Suite 340
Maitland, Florida 32751

4. **NAMES AND ADDRESSES OF THE GENERAL PARTNERS**

AEGIS INVESTMENTS, INC.
2200 Lucien Way, Suite 350
Maitland, Florida 32751

RINK DEVELOPMENT & MANAGEMENT, INC.
2200 Lucien Way, Suite 350
Maitland, Florida 32751

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895-358

*PALACO, INC., doing business as PALACO OF NORTH
CAROLINA, INC., a North Carolina corporation duly
authorized to transact business in the State of Florida
1486 Seminola Boulevard, #8
Casselberry, Florida 32707*

198-94

5. MAILING ADDRESS OF THE PARTNERSHIP

2200 Lucien Way, Suite 350
Maitland, Florida 32751

6. The latest date upon which the Partnership is to dissolve is upon the occurrence of any of the following events:

- (a) the determination by the General Partners, with the written concurrence of Limited Partners holding fifty-one percent (51%) of the Percentage Interests of all Limited Partners;
- (b) the bankruptcy, withdrawal or removal of the last remaining General Partner and failure by the Limited Partners to elect to continue the Partnership and select a successor General Partner as provided in Section 8.1 of the Partnership Agreement;
- (c) the disposition of all or substantially all of the Partnership assets; and
- (d) the occurrence of an event specified under the laws of the State of Florida as one effecting a dissolution (except as otherwise provided in the Partnership Agreement).

DATED this 28 day of ^{January}~~December~~, 1997⁸.

GENERAL PARTNERS

AEGIS INVESTMENTS, INC.

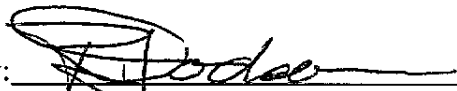
By: 

George D. Livingston, Jr., President

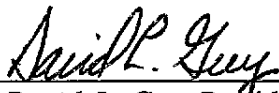
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RINK DEVELOPMENT & MANAGEMENT, INC.

By: 
T. Jeffery Dodson, President

**PALACO, INC, doing business as PALACO
OF NORTH CAROLINA, INC., a North
Carolina corporation, duly authorized to
transact business in the State of Florida**

By: 
David L. Guy, President

AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, the undersigned, after first being duly sworn, deposes and says that the total capital contributions of the Limited Partners of **PARC DU LAC DEVELOPMENT, LTD.** shall be \$82,450.00.

No Limited Partner shall at any time be required to make any capital contributions to the Partnership in excess of the pro rata share of the aforesaid aggregate contributions of \$82,450.00 attributable to the interest of such Limited Partner.

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SWORN AND SUBSCRIBED this 28th day of January, 1998.

GENERAL PARTNERS

AEGIS INVESTMENTS, INC.

By: [Signature]
George D. Livingston, Jr., President

RINK DEVELOPMENT & MANAGEMENT, INC.

By: [Signature]
T. Jeffery Dodson, President

PALACO, INC, doing business as PALACO OF NORTH CAROLINA, INC., a North Carolina corporation, duly authorized to transact business in the State of Florida

By: David L. Guy
David L. Guy, President

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STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing *Certificate of Limited Partnership* was acknowledged before me this 28th day of January, 1998, by **GEORGE D. LIVINGSTON, JR.**, as President of **AEGIS INVESTMENTS, INC.**, a Florida corporation, as General Partner, who is personally known to me.



CAROLE N. ATCHISON
My Comm Exp. 09/16/2000
Bonded By Service Ins
No. CC585172
[] Personally Known [] Other I.D.

Carol N. Atchison
NOTARY PUBLIC, State of Florida

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing *Certificate of Limited Partnership* was acknowledged before me this 28th day of ~~December~~ ^{January} 1998, by **T. JEFFERY DODSON**, as President of **RINK DEVELOPMENT & MANAGEMENT, INC.**, a Florida corporation, as General Partner, who is personally known to me.



CAROLE N. ATCHISON
My Comm Exp. 09/16/2000
Bonded By Service Ins
No. CC585172
☐ Personally Known ☐ Other I.D.

Carol N. Atchison
NOTARY PUBLIC, State of Florida

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing *Certificate of Limited Partnership* was acknowledged before me this 28th day of ~~December~~ ^{January} 1998, by **DAVID L. GUY**, as President of **PALACO, INC.**, doing business as **PALACO OF NORTH CAROLINA, INC.**, a North Carolina corporation duly authorized to transact business in the State of Florida, as General Partner, who is personally known to me.



CAROLE N. ATCHISON
My Comm Exp. 09/16/2000
Bonded By Service Ins
No. CC585172
☐ Personally Known ☐ Other I.D.

Carol N. Atchison
NOTARY PUBLIC, State of Florida

ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts his designation as Registered Agent for **PARC DU** **DEVELOPMENT, LTD.** and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act.

DATED this 28th day of ~~December~~ ^{January} 1998.

Philip Tatich
Philip Tatich

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