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526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

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*****52.50 *****52.50

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Parc Dulac Development Ltd.

File First

☐ Walk In

☐ Pick Up Time

☐ Mail Out

☐ Will Wait

☐ Photocopy

☐ Certified Copy

☐ Certificate of Status

☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment <u>Ltd</u>
<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

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

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

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: _____

Date: _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 AM 11:23
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 29 AM 11:23

h/c
9/29/99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 16, 1999

UCC FILING & SEARCH

TALLAHASSEE, FL

SUBJECT: PARC DU LAC DEVELOPMENT, LTD.
Ref. Number: A98000000306

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DIVISION OF CORPORATIONS
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*corrected
File 1st*

We have received your document for PARC DU LAC DEVELOPMENT, LTD. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The AMENDED AND RESTATED CERTIFICATE must state that is is being filed in accord with Section 620.109, F.S.

ALSO, please note that the PRINCIPAL OFFICE ADDRESS is stated -- which is required -- but the partnership's MAILING ADDRESS must also be stated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 499A00045690

RECEIVED
99 SEP 29 PM 4:53
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP

Pursuant to the provisions of Section 620.109, Florida Statutes, the undersigned hereby execute and file with the Florida Department of State, this *Amended and Restated Certificate of Limited Partnership* for the purpose of amending and restating the *Certificate of Limited Partnership* previously filed on February 2, 1998, in accordance with the laws of the State of Florida.

1. **NAME OF PARTNERSHIP** - The name of the Partnership shall be ***PARCDULA 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

5. **MAILING ADDRESS OF THE PARTNERSHIP**

2200 Lucien Way, Suite 350
Maitland, Florida 32751

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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 1st day of September, 1999.

GENERAL PARTNERS

AEGIS INVESTMENTS, INC.

By: 
George D. Livingston, Jr., as President

***RINK DEVELOPMENT & MANAGEMENT,
INC.***

By:  AS PRES.
T. Jeffery Dodson, as 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 Partners.

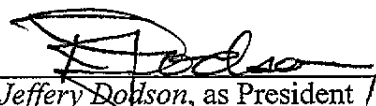
SWORN AND SUBSCRIBED this 1st day of September, 1999.

GENERAL PARTNERS

AEGIS INVESTMENTS, INC.


By: 
George D. Livingston, Jr., as President


RINK DEVELOPMENT & MANAGEMENT, INC.

By:  AS PRES,
T. Jeffery Dodson, as President /

**STATE OF FLORIDA
COUNTY OF ORANGE**


The foregoing *Certificate of Limited Partnership* was acknowledged before me this 2 day of September, 1999, by **GEORGE D. LIVINGSTON, JR.**, as President of ***AEGIS INVESTMENTS, INC.***, a Florida corporation, as General Partner, who is personally known to me.

 Laura Taylor Tyson
My Commission CC787453
Expires October 12, 1999


NOTARY PUBLIC, State of Florida

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing *Certificate of Limited Partnership* was acknowledged before me this 2nd day of September, 1999, by **T. JEFFERY DODSON**, as President of **RINK DEVELOPMENT & MANAGEMENT, INC.**, a Florida corporation, as General Partner, who is personally known to me.

 Laura Taylor Tyson
My Commission CC787453
Expires October 12, 1999



NOTARY PUBLIC, State of Florida

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ACCEPTANCE OF REGISTERED AGENT

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

DATED this 1st day of September, 1999.


Philip Tatich

C:\DOC\CORP\P-LAC\CERT\LP8