

Roger T. Lee et al.

Requestor's Name

106 South Monroe Street

2nd Floor

Address

Tallahassee, FL 32301 (222-7200)

City/State/Zip

Phone #

* Please call Pat if problems.

Office Use Only

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98 FEB -4, PM 1:56

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Blockbuster Plaza at Federal and
(Corporation Name) (Document #)

2. 19th Ltd.
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #) 500002421965--6
-02/05/98--01007--017
***1785.00 ***1785.00

4. _____
(Corporation Name) (Document #)

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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 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

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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LP-1785
2/4/98

BLOCKBUSTER PLAZA AT FEDERAL AND 19TH, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the Florida Revised Partnership Act (1986), Part I Chapter 620, Florida Statutes (the "Act"), does hereby certify as follows:

1. Name. The name of the limited partnership is as follows:

BLOCKBUSTER PLAZA AT FEDERAL AND 19TH, LTD.

2. Address. The principal place of business (and the address of the office at which the records prescribed by Section 620.106 of the Act shall be kept) and the mailing address for the limited partnership are as follows:

2601 E. Oakland Park Boulevard
Suite 604
Fort Lauderdale, Florida 33306

3. Registered Agent. The name and address of: (i) the agent for service of process, required to be maintained by Section 620.105 of the Act, and (ii) the registered agent and registered office, required to be maintained by Section 620.192 of the Act, for the limited partnership is as follows:

Richard E. Cook
2601 E. Oakland Park Boulevard
Suite 604
Fort Lauderdale, Florida 33306

4. General Partner. The name and business address of the general partner of the limited partnership are as follows:

REC Sub I Development, Inc.
2601 E. Oakland Park Boulevard
Suite 604
Fort Lauderdale, Florida 33306

5. Termination. The latest date upon which the limited partnership is to dissolve is December 31, 2016.

6. Capital Contributions. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is attached hereto.

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TALLAHASSEE, FLORIDA

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WHEREFORE, this Certificate has been executed by the general partner of the limited partnership in accordance with Section 620.114 of the Act this 23 day of January, 1998.

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Richard E. Cook
REC Sub I Development, Inc.
By: Richard E. Cook
Its: President

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 23 day of January, 1998, by RICHARD E. COOK, in his capacity as President of REC Sub I Development, Inc. RICHARD E. COOK is personally known to me, or has produced his Florida driver's license as identification.

Becky Mariotti
Notary Public, State of Florida
Print Name _____

My Commission Expires: _____
My Commission Number is: _____



Becky Mariotti
MY COMMISSION # CC486488 EXPIRES
August 10, 1999
BONDED THRU TROY FAIN INSURANCE, INC.

BLOCKBUSTER PLAZA AT FEDERAL AND 19TH, LTD.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT
AND AGENT FOR SERVICE OF PROCESS

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The undersigned, having been designated the Agent for Service of Process, pursuant to Section 620.105, Florida Statutes, and Registered Agent, pursuant to Section 620.192, Florida Statutes, of BLOCKBUSTER PLAZA AT FEDERAL AND 19TH, LTD., a limited partnership to be formed concurrently herewith under the Florida Revised Uniform Limited Partnership Act (1986), does hereby accept such designation and the obligations provided for in Section 620.105 and 620.192, Florida Statutes.



RICHARD E. COOK

Dated: _____

1/23/98

AFFIDAVIT REGARDING CAPITAL CONTRIBUTIONS

1. The undersigned, in his capacity as the president of the general partner of Blockbuster Plaza at Federal and 19th, Ltd. a limited partnership formed under the Florida Revised Uniform Limited Partnership Act (1986), Part I, Chapter 620, Florida Statutes (the "Act"), after being duly sworn hereby declares pursuant to Section 620.108 of the Act, as follows:

2. That he is the duly elected and acting president of general partner of Blockbuster Plaza at Federal and 19th, Ltd. a Florida limited partnership (the "Partnership").

3. That the value of capital contributions of the limited partners of the Partnership and the amount anticipated to be contributed by the limited partners of the Partnership at the present time is \$250,000.00

4. That this Affidavit is being given pursuant to the requirements of Section 620.108 of the Act.

Dated: Jun. 20, 1998

Richard E. Cook
Richard E. Cook

STATE OF FLORIDA
COUNTY OF Broward

The foregoing instrument was sworn to and subscribed before me this 20th day of April, 1998, by RICHARD E. COOK, in his capacity as the president of REC Sub I Development, Inc. RICHARD E. COOK is known to me or has produced his Florida driver's license as identification.



Lori Husband
Notary Public, State of Florida

Print Name: LORI HUSBAND
My Commission Expires: 4.29.2001
My Commission Number is: CC 643159