2/19/98

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

2:44

(((<u>H9</u>8000003416 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: THOMSON MURARO RAZOOK & HUNT, P.A.

ACCT#: 102556003002

CONTACT: ANA COZ PHONE: (305)350-7200

FAX #: (305)374-1005

NAME: THEATRE OPERATIONS, LTD.

AUDIT NUMBER..... H98000003416

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

CERT. OF STATUS...0

PAGES..... 35

CERT. COPIES.....1

DEL.METHOD. FAX EST.CHARGE. \$1,837.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX

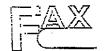
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

98 FEB 23 PM 4 00
SECRE AS STATE
TAIL ALLASSEE, FLORIDA

		7	<u> </u>		
	Name Availability	H 3: 1	PORATION		İ
	Document Examiner	8 23	OF CORPC	DCC	
ļ	Update	8 FEB	SION	DOG	
	Updater Verifyer	-6)	====	·c	
	Acknowled	ರ್ಧರ	_		
	W. P. Verifyer DCC				
	ļ				_

Luxua 8673.002 4 Pages





FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 23, 1998

RICHARD J. RAZOOK THOMSONMURARO RAZOOK & HART, P.A. ONE SE THIRD AVENUE, 1700 SUN BANK INT'L MIAMI, FL 33131

SUBJECT: THEATRE OPERATIONS, LTD.

REF: W98000003947

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 620.108, Florida Statutes, requires that limited partnership certificates include the mailing address in addition to the principal place of business address. Please correct your document accordingly. If the mailing address and principal place of business are one and the same, please be sure this is clearly reflected in your document.

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) 487-6913.

Diane Cushing Corporate Specialist FAX Aud. #: H98000003416 Letter Number: 298A00010117

CERTIFICATE OF LIMITED PARTNERSHIP OF THEATRE OPERATIONS, LTD.

a Florida limited partnership

PURSUANT TO SECTION 620.105, FLORIDA STATUTES

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act (1986), hereby states the following:

- The name of the limited partnership is Theatre Operations, Ltd.
- The mailing address and office of the Partnership is: and principal place of business i

100 Second Avenue South, Suite 904 St. Petersburg, Florida 33701

23. The name and address of the agent for service of process on the Partnership is:

WRH Fortune, Ltd. A9800000385 100 Second Avenue South, Suite 904 St. Petersburg, Florida 33701

74. The name and business address of the sole general partner is as follows:

Bahram B. Khorsandi 6000 Tarawood Drive Orlando, Florida 32819

5. The latest date upon which the Partnership shall dissolve is December 31, 2047.

Under penalties of perjury the undersigned general partner declares that it has read the foregoing, knows the contents thereof and that the facts stated herein are true and correct.

Dated this IR day of February, 1998.

Bahram B. Khasandi Bahram B. Khorsandi - General Partner

Richard J. Razook Florida Bar No. 207470 Thomson Muraro Razook & Hart, P.A. 1700 Sun Bank International Center One Southeast Third Avenue Miami, Florida 33131 (305) 350-7200

Fax Audit No. _ 1198 000003416

H90000034/4 Fax Audit No.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Theatre Operations, Ltd., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agree 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.

REGISTERED AGENT:

WRH Fortune, Ltd.

1851+ Securlary WIKPOP-

Name: WRH Properties, Inc., G.P.

Fax Audit No.						
	AFFIDAVIT OF OF THEAT	CAPITAL CON' RE OPERATION				
			and the same of th			
STATE OF FI	ORIDA OKANGE }		98 FEB SECRET TALLAH			
sole general p	REME, the undersigned pensartner of Theatre Operations ng duly sworn, certified as fo	i, Ltd., a Florida	i Bahram B. Khorsandi , constituting the limited partnership (the "Partnership),			
1.	The amount to date of capit is \$1,375,000.	al contributions	of the limited partners to the Partnership			
2.	 The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,375,000. 					
Under the contents	penaities of perjury the unde thereof and that the facts sta	ersigned declare thed herein are t	s that he has read the foregoing, knows rue and correct.			
Date: Februa	ry <u>1 &</u> , 1998					
		By: <u>Bah</u>	mann B. What and			
Bahram B. K	norsandi , in his capacity as Anamorshin on bahalf of the	the sole general corporation, as	day of February, 1998 by all partner of Theatre Operations, Ltd., a an act of the partnership. He (a) is as identification.			
My commissi			_			
Q	ec.7,2001	Name:	stary Public - State of Florida			
Fax Audit No	·	-3-	#CC 700490 #CC 700490 #CC 75 ATE COMMENTAL STATE COMMENTAL S			