

Foley + ...
Requestor's Name
877-8237
City/State/Zip Phone #
Office Use Only
98 MAR -5 PM 3:34
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #) 400002448264--4
-03/05/98--01073--001
***1846.25 ***1846.25
4. _____ (Corporation Name) _____ (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

3/6/98
B/K



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 5, 1998

FOLEY & LARDNER

TALLAHASSEE, FL

SUBJECT: RALLY TALLY, LTD.
Ref. Number: W98000004961

We have received your document for RALLY TALLY, LTD. and your check(s) totaling \$1846.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,846.25 payment.

Before this partnership can be filed, its general partner -- TPB, L.L.C. -- must complete its registration in Florida. We realize that you are in the process of accomplishing this.

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: 398A00012255

*Please issue original file
date.
Thank You*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 PM 3:34

**CERTIFICATE OF LIMITED PARTNERSHIP OF
RALLY TALLY, LTD.
A FLORIDA LIMITED PARTNERSHIP**

The undersigned general partner, desiring to form a limited partnership, pursuant to the Florida Revised Uniform Limited Partnership Act, Chapter 620, Florida Statutes, hereby states the following:

1. The name of the Partnership is Rally Tally, Ltd.
2. The address of the office of the Partnership is 1355 Peachtree Street, Suite 610, Atlanta, Georgia 30309.
3. The name and address of the agent for service of process on the Partnership is Frank Silcox, 110 S. Ashley Drive, Suite 1270, Tampa, Florida 33602.

The name(s) and address(es) of the general partner(s) of the partnership are as follows:

TPB, LLC
1335 Peachtree Street, Suite 610
Atlanta, Georgia 30309

5. The mailing address of the Partnership is 1355 Peachtree Street, Ste 610, Atlanta, Georgia 30309
6. The latest date upon which the Partnership shall dissolve is December 31, 2035.

The date of formation of the partnership shall be the later of February 25, 1998 or the date of filing of this certificate with the Florida Department of State.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by the sole general partner of the Partnership this 25th day of February, 1998

TPB, LLC

By: 

Sole Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 PM 3:34

STATE OF FLORIDA)

COUNTY OF)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Timothy P. Bright, the sole member of the general partner of Rally Tally, Ltd., a Florida limited partnership (the "Partnership"), who, being by me duly sworn, certified as follows:

1. There have been no capital contributions made by limited partners as of the date hereof.

2. Capital contributions of \$ 4,200,000 are anticipated to be made by the limited partners of the Partnership.

FURTHER AFFIANT SAYETH NOT.

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

IN WITNESS WHEREOF, the undersigned has executed this Affidavit this 25th day of February, 1998

TPB, LLC

By: Tim P. Bright

Sole Member

The foregoing instrument was acknowledged before me this ____ day of February, 1998, by Timothy P. Bright. Such person did take an oath and:

- ☒ is/are personally known to me.
- ☐ produced a current Florida driver's license as identification.
- ☐ Produced _____ as identification.

Andrea A. Shook
Signature of Notary

Andrea A. Shook
Name of Notary (typed, Printed or Stamped)

Commission Number (if not legible on seal: _____)

My Commission Expires (if not legible on seal: 3/15/99)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 PM 3:34

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated limited partnership, at the place designated in the above Certificate of Limited Partnership, I hereby agree to act in the capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and I accept the obligations of a registered agent

Frank Silcox
Frank Silcox

Date: 2-26-98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 PM 3:34