

A980000000885

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Triumph Outdoor Florida

L.P.

400002479354--5
-04/06/98--01013--020
***1907.50 ***1837.50

FILED
98 APR -8 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
98 APR -6 AM 9:46
DIVISION OF CORPORATION

☐ Art of Inc. File
☒ LTD Partnership File
☐ Foreign Corp. File
☐ L.C. File
☐ Fictitious Name File
☐ Trade/Service Mark
☐ Merger File
☐ Art. of Amend. File
☐ RA Resignation
☐ Dissolution / Withdrawal
☐ Annual Report / Reinstatement
☒ Cert. Copy
☐ Photo Copy
☐ Certificate of Good Standing
☐ Certificate of Status
☐ Certificate of Fictitious Name
☐ Corp Record Search
☐ Officer Search
☐ Fictitious Search
☐ Fictitious Owner Search
☐ Vehicle Search
☐ Driving Record
☐ UCC 1 or 3 File
☐ UCC 11 Search
☐ UCC 11 Retrieval
☐ Courier

Name	Heibond
Availability	Dec
Document	
Examiner	DCC
Updater	DCC
Signature	
Updater	
Verifier	DCC
Acknowledgement	DCC
Requested by	
W.P. Verifier	DCC
Name	
Date	7.6
Time	914

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Walk-In _____ Will Pick Up _____

W98000007605



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 6, 1998

CAPITAL CONNECTION, INC.
417 E. VIRGINIA STREET, SUITE 1
TALLAHASSEE, FL 32302

SUBJECT: TRIUMPH OUTDOOR FLORIDA L.P.
Ref. Number: W98000007605

We have received your document for TRIUMPH OUTDOOR FLORIDA L.P. and your check(s) totaling \$1837.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must add a limited partnership suffix to the name, such as LTD., LIMITED, or LIMITED PARTNERSHIP.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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

Letter Number: 098A00018141

CERTIFICATE OF LIMITED PARTNERSHIP

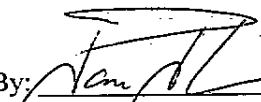
The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certifies as follows:

1. Name of Limited Partnership. The name of the Limited Partnership is TRIUMPH OUTDOOR FLORIDA LIMITED PARTNERSHIP.
2. Office for Maintenance of Business Records. The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes, is 3111 Stirling Road, Fort Lauderdale, FL 33312.
3. Agent for Service of Process. The name and address of the Partnership's agent for service of process in Florida is Richard H. Breit, 3111 Stirling Road, Fort Lauderdale, FL 33312.
4. General Partner. The name and business address of the General Partner of the Limited Partnership is Triumph Outdoor Florida, Inc., 500 Fifth Avenue, Suite 3030, New York, New York 10110. *F98000002016*
5. Address of Partnership. The mailing address of the Limited Partnership is Stirling Road, Fort Lauderdale, FL 33312.
6. Date of Dissolution. The latest date on which the Limited Partnership is to dissolve is December 31, 2050.

Under penalties of perjury, the undersigned declares that the undersigned has read the foregoing and knows the contents thereof and the facts stated in this certificate are true and correct.

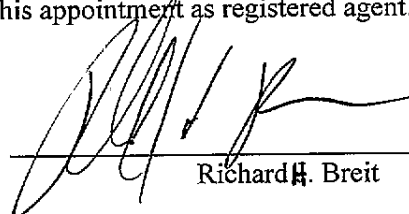
Dated: April 2, 1998.

Triumph Outdoor Florida, Inc.
a Delaware corporation
General Partner

By: 
James Sullivan, Vice President

ACCEPTANCE OF REGISTERED AGENT

The undersigned accepts this appointment as registered agent.


Richard H. Breit

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF NEW YORK)

SS:)

COUNTY OF NEW YORK)

The undersigned, James Sullivan, as Vice President of Triumph Outdoor Florida, Inc., a DE corporation, on behalf of the corporation, which is the sole General Partner of TRIUMPH OUTDOOR FLORIDA, LIMITED PARTNERSHIP, declares that the capital contributions of all the Limited Partners in the Partnership are as follows:

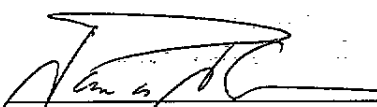
1. The Limited Partners have made capital contributions to date of \$2,000.00.
2. The total amount contributed and anticipated to be contributed by the Limited Partner totals \$2,500,000.00.

FURTHER AFFIANT SAYETH NOT.

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

Dated: April 2, 1998

Triumph Outdoor Florida, Inc.
a Delaware corporation
General Partner

By: 
James Sullivan, Vice President


FILED
APR - 8 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF NEW YORK

COUNTY OF NEW YORK

The foregoing instrument was acknowledged before me this 2nd day of April, 1998, by James Sullivan, as Vice President of Triumph Outdoor Florida, a Delaware corporation, on behalf of the corporation, who is personally known to me, or who has produced a valid driver's license as identification, under oath.

bb/1/11
NOTARY PUBLIC, State of New York
No. 4736342
Qualified in New York County
Commission Expires May 31, 1999


Notary public sign name

Blake Hornick
Notary public print name

BLAKE HORNICK
NOTARY PUBLIC, State of New York
No. 4736342
Qualified in New York County
Expires 11/17/99

State of New York at Large
My Commission expires: