



THE UNITED STATES
CORPORATION
COMM

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ACCOUNT NO. : 072100000032

REFERENCE : 790708 82866A

AUTHORIZATION : Patricia Pzyt

COST LIMIT : \$ ~~PPD~~ 140.00

FILED
98 APR 22 PM 2:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 22, 1998

ORDER TIME : 9:46 AM

ORDER NO. : 790708-010

CUSTOMER NO: 82866A

CUSTOMER: Ronald L. Clark, Esq
CLARK & CAMPBELL, P.A.

Post Office Box 6559
4740 Cleveland Heights Blvd..
Lakeland, FL 33813

600002496186--8

DOMESTIC FILING

NAME: GRAND PLAZA GROUP, LTD.

EFFECTIVE DATE:

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	XX	CERTIFIED COPY
Availability		PLAIN STAMPED COPY
Document		CERTIFICATE OF GOOD STANDING
Examiner	DCC	
Updater	ncc	
Updater		
Verifier	DCC	
Acknowledgement	DCC	
W. P. Verifier	DCC	

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

RECEIVED
98 APR 22 AM 10:39
DIVISION OF CORPORATION

20-990-00
8990-00

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**CERTIFICATE OF LIMITED PARTNERSHIP OF
GRAND PLAZA GROUP, LTD.
A Florida limited partnership**

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

1. The name of the Partnership is GRAND PLAZA GROUP, LTD.
2. The address of the office of the Partnership is 6885 Hayter Drive, Lakeland, Florida 33813.
3. The name and address of the agent for service of process on the Partnership is Thomas R. Hermann, 6885 Hayter Drive, Lakeland, Florida 33813.
4. The name and business address of the general partner is GRAND PLAZA GROUP, INC., a Florida corporation, 6885 Hayter Drive, Lakeland, Florida 33813.
5. The mailing address of the Partnership is 6885 Hayter Drive, Lakeland, Florida 33813.
6. The latest date upon which the Partnership shall dissolve is December 31, 2008.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the General Partner of GRAND PLAZA GROUP, LTD., this 21st day of April, 1998.

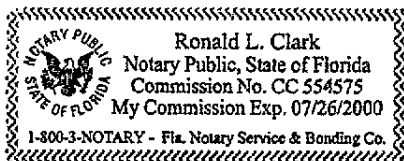
GENERAL PARTNER:

GRAND PLAZA GROUP, INC., a Florida corporation

By: Thomas R. Hermann
Thomas R. Hermann, its President

STATE OF FLORIDA
COUNTY OF POLK

Sworn to and subscribed before me this 21st day of April, 1998, by Thomas R. Hermann, President of GRAND PLAZA GROUP, INC., General Partner of GRAND PLAZA GROUP, LTD., a Florida limited partnership, who is personally known to me ~~or known to me by evidence of identification of~~, and who did take an oath.



NOTARY PUBLIC

My Commission Expires: 7-26-2000

My Commission Number: CC554575

Ronald L. Clark
(Name of Notary typed, printed or stamped)

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS OF
GRAND PLAZA GROUP, LTD.
A Florida limited partnership**

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared, THOMAS R. HERMANN, President of GRAND PLAZA GROUP, INC., a Florida corporation, general partner of GRAND PLAZA GROUP, LTD. (the "Partnership"), who, upon being duly sworn, certified as follows:

1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Nine Hundred and Ninety Dollars and No/100 (\$990.00).
2. The Partnership anticipates raising no additional capital, except that the General Partner will contribute \$10.00.

Under penalties of perjury, I declare that I have read the foregoing and that the facts above stated are true, to the best of my knowledge and belief.

GENERAL PARTNER:

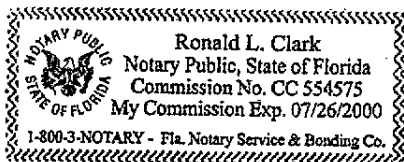
GRAND PLAZA GROUP, INC., a Florida corporation

By: Thomas R. Hermann

Thomas R. Hermann, its President

STATE OF FLORIDA
COUNTY OF POLK

Sworn to and subscribed before me this 21st day of April, 1998, by Thomas R. Hermann, President of GRAND PLAZA GROUP, INC., General Partner of GRAND PLAZA GROUP, LTD., a Florida limited partnership, who is personally known to me or known to me by evidence of identification of _____, and who did take an oath.



RCL
NOTARY PUBLIC

My Commission Expires: 7-26-2000
My Commission Number: CC 554575

Ronald L. Clark
(Name of Notary typed, printed or stamped)

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That GRAND PLAZA GROUP, LTD., a Florida limited partnership, desiring to organize under the laws of the state of Florida with its principal office as indicated in the Certificate of Limited Partnership, at the City of Lakeland, County of Polk, State of Florida, has named THOMAS R. HERMANN at the same address in Lakeland, Polk County, Florida, as its agent to accept service of process within this state.

GENERAL PARTNER:

GRAND PLAZA GROUP, INC., a Florida Corporation

By:


Thomas R. Hermann, its President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated partnership, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said act relative to keeping open said office. I am familiar with and accept the obligations of Florida Statutes, §620.105 and §620.106.


Thomas R. Hermann, Registered Agent