

File 2nd
A98000001252

FILING COVER SHEET

REFERENCE:

0174.2527

DATE:

5-15-98

CONTACT:

CINDY HICKS

FROM:

CORPORATE & CRIMINAL RESEARCH SERVICES

103 N. MERIDIAN STREET

TALLAHASSEE, FL 32301

TELEPHONE:

222-1173

SUBJECT:

Jags of Sarasota, Ltd

STATE FEES PREPAID WITH CHECK #

11043

FOR \$

1,837.50

500002526225-19

05/15/98-01083-024
***1837.50 ***1837.50

PLEASE FILE:

() ARTICLES OF INC.

() AMENDMENT

() DISSOLUTION

() ANNUAL REPORT

() MERGER

() WITHDRAWAL

() QUALIFICATION

(X) LIMITED PARTNERSHIP

() ANNUAL REPORT

() FICTITIOUS NAME

() LIMITED LIABILITY

() REINSTATEMENT

() TRADEMARK/SERVICE

() UCC-1

() UCC-3

PROVIDE US WITH:

(X) CERTIFIED COPY

() CERTIFICATE OF STATUS

() STAMPED COPY

Examiner's Initials

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY 15 PM 11:36

BK
5/15/98
98 MAY 18 PM 3:11
DIVISION OF CORPORATIONS

NOT RECORDED
DIVISION OF CORPORATIONS
98 MAY 15 PM 2:48

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 4:36

CERTIFICATE OF LIMITED PARTNERSHIP OF

JAGS OF SARASOTA, LTD.

a Florida limited partnership

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Chapter 620 of the Florida Statutes ("Partnership") does hereby state the following:

1. The name of the Partnership is:

JAGS OF SARASOTA, LTD.

2. The mailing address of the Partnership is:

%Steven R. Matzkin
1343 Main Street
7th Floor
Sarasota, FL 34236

3. The principal office address of the Partnership is:

%Steven R. Matzkin
1343 Main Street
7th Floor
Sarasota, FL 34236

4. The name and address of the registered agent of the Partnership is:

Steven R. Matzkin
1343 Main Street
7th Floor
Sarasota, FL 34236

5. The name and business address of the general partner of the Partnership is:

JAGS-AIR, INC.
a Florida corporation
%Steven R. Matzkin
1343 Main Street
7th Floor
Sarasota, FL 34236

898080044861

6. The latest date upon which the Partnership shall dissolve is December 31, 2048, unless the term of the Partnership is further extended by a Majority in Interest of the Partners as defined in the Limited Partnership Agreement.
7. The effective date of this Certificate of Limited Partnership shall be the effective date of the filing of the certificate of limited partnership with the Department of State.

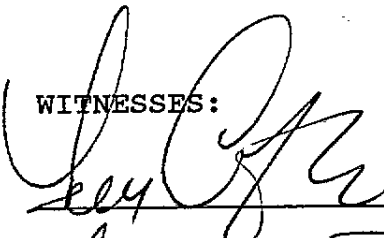
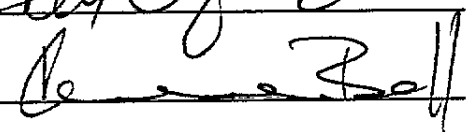
The execution of this certificate by the undersigned general partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed by Steven R. Matzkin, as President of a Florida corporation, as general partner of JAGS of Sarasota, Ltd., a Florida limited partnership, this 14th day of May, 1998.

JAGS OF SARASOTA, LTD.,
a Florida limited partnership

By: JAGS-AIR, INC.
a Florida corporation

WITNESSES:

By:


Steven R. Matzkin
Its President

"GENERAL PARTNER"


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 4:36

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named to accept service of process for the JAGS OF SARASOTA, LTD., a Florida limited partnership, at the place designated in the foregoing Certificate of Limited Partnership, JAGS-AIR, INC a Florida corporation, by Steven R. Matzkin, its President, hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of said duties, and accepts the duties and obligations of Section 620.192 of the Florida Statutes.

JAGS-AIR, INC.
a Florida corporation

Date: 5/14/98


Steven R. Matzkin, President

"REGISTERED AGENT"

STATE OF FLORIDA
COUNTY OF SARASOTA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 PM 4:36

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned Notary Public, personally appeared Steven R. Matzkin, as President of JAGS-AIR, INC., a Florida corporation, as general partner of JAGS of Sarasota, Ltd., a Florida limited partnership, hereinafter referred to as "Partnership," who, upon being duly sworn, certified as follows:

1. The amount of the capital contributions of the limited partners of the Partnership is \$1,617,000.00.
2. The amount of additional capital contributions of the limited partners of the Partnership anticipated is \$-0-.

Under penalties of perjury, we declare that we have read the foregoing and that the facts alleged are true, to the best of our knowledge and belief.

JAGS OF SARASOTA, LTD.,
a Florida limited partnership

By: JAGS-AIR, INC.
a Florida corporation

WITNESSES:

[Signature]
Corale L. Kesselring

By: [Signature]
Steven R. Matzkin
Its President

"GENERAL PARTNER"

14th day of May, 1998, by Steven R. Matzkin, as President of JAGS-AIR, INC. a Florida corporation as general partner of JAGS of Sarasota, Ltd., a Florida limited partnership, and who is personally known to me and who did not take an oath.

My Commission Expires:

(GHM:gkm\7662-46\JAGS Certificate.278546)

[Signature]
Notary Public
Print Name

