

A98000001254

98 MAY 14 PM 12:09

CSC
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
1201 HAYS STREET
TALLAHASSEE, FL 32301

CONTACT: STACY EARNEST

ACCOUNT #: 072100000032

REF#:

AUTHORIZATION:

COST LIMIT:

ORDER DATE:

ENTITY NAME:

DOMESTIC FILING

FOREIGN FILING

ARTICLES OF INCORPORATION

☒ CERTIFICATE OF LIMITED PARTNERSHIP

QUALIFICATION

CERTIFICATE OF LLC

ARTICLES OF AMENDMENT

STAMPED COPY

☒ CERTIFIED COPY

CERTIFICATE OF GOOD STANDING

PLEASE RETURN

000002523620--9

Stacy Earnest

DIVISION OF CORPORATIONS

98 MAY 14 AM 10:38

RECEIVED

MR
5/19/98

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY 19 PM 12:52



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 14, 1998

STACY EARNEST
CSC NETWORKS
TALLAHASSEE, FL

RESUBMIT

Please give original

SUBJECT: SPORTS GRILL DEVELOPMENT, LTD. Submission date as file date.
Ref. Number: W98000010997

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 PM 12:52

We have received your document for SPORTS GRILL DEVELOPMENT, LTD. and the authorization to debit your account in the amount of \$540.00. However, the document has not been filed and is being returned for the following:

Please add two sentences to the Affidavit -- "THE INITIAL AMOUNT CONTRIBUTED TO THE PARTNERSHIP BY THE LIMITED PARTNERS IS _____." and "THE TOTAL AMOUNT ANTICIPATED TO BE CONTRIBUTED TO THE PARTNERSHIP BY THE LIMITED PARTNERS IS _____." (Please note that GENERAL PARTNER contributions are NOT to be included in either of the two amounts.)

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: 098A00026944

RECEIVED
98 MAY 19 AM 9:45
DIVISION OF CORPORATIONS

**CERTIFICATION OF LIMITED PARTNERSHIP
OF
SPORTS GRILL DEVELOPMENT, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 PM 12:52

THIS CERTIFICATION OF LIMITED PARTNERSHIP made this 13th day of May, 1998, by and between **SPORTS GRILL DEVELOPMENT, INC.**, a Florida Corporation, as the General Partner, and **GARY ASHLOCK, ROBERT DRAKE, HOLLAND DRAKE, PRESTON FARRIOR, JOHN & TRACI KASPAR, ALBERT PEEK, KENNETH H. MACKAY, III, TRUSTEE, ROBERT WILSON, TRUSTEE, RICHARD TUTEN, and LARRY YOUNG**, as the Limited Partners, pursuant to the provisions of the *Florida Revised Uniform Limited Partnership Act (1986)*:

W I T N E S S E T H:

**ARTICLE 1
FORMATION OF PARTNERSHIP**

The parties agree to enter into this Partnership to be formed under §620, *Florida Statutes*, which shall govern the rights and liabilities of the parties except as expressed below and as set forth in the Limited Partnership Agreement.

**ARTICLE 2
NAME, PRINCIPAL OFFICE, AND MAILING ADDRESS**

The business of the Partnership shall be conducted under the name of **SPORTS GRILL DEVELOPMENT, LTD.** The principal office and address of the General Partner and Registered Agent for service of process shall be 2320 NE 2nd Street, Suite 2A, Ocala, Florida 34470. The mailing address is 2320 NE 2nd Street, Suite 2A, Ocala, Florida 34470.

**ARTICLE 3
NATURE OF BUSINESS**

Section 3.1 To purchase, lease, or otherwise acquire, sell, sub-lease or otherwise dispose of properties of every kind and nature, and generally engage in the business of dealing in investment properties.

Section 3.2 To conduct business, hold, mortgage, sell, convey, lease or otherwise dispose of real or personal property including franchises, patents, copyrights, trademarks, and licenses of the State of Florida, and in all other states and countries.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 12:52

Section 3.3 To contract debts and borrow money, issue, sell or place bonds, debentures, notes and other evidences of debt, and execute mortgages, transfers of partnership property, or other instruments to secure the payment of Partnership indebtedness.

Section 3.4 To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge, or otherwise acquire or dispose of shares of capital stock, bonds, securities, or other evidences of indebtedness created by any person, firm or corporation, and while the owner of such stock, exercise all of the rights, powers, and privileges of ownership, including the right to vote the stock.

Section 3.5 To purchase the assets of any other person, firm, or corporation and engage in the same or other character of business.

Section 3.6 To enter into, make, and perform contracts for any lawful purpose pertaining to the business of the Partnership without limit as to the amount, with any person, firm, syndicate, association, corporation, or governmental entity, domestic or foreign.

Section 3.7 To exercise all the powers of like partnerships confirmed by the laws of the State of Florida. The purposes listed above shall not limit or restrict this Partnership.

ARTICLE 4

NAME, ADDRESS, AND CONTRIBUTION OF GENERAL PARTNER

The name and address of the General Partner is *SPORTS GRILL DEVELOPMENT, INC.*, 2320 NE 2nd Street, Suite 2A, Ocala, Florida 34470. *P98000017267*

IN WITNESS WHEREOF, the undersigned, ROY T. BOYD III, President of Sports Grill Development, Inc., has signed this CERTIFICATION OF LIMITED PARTNERSHIP this 13th day of May, 1998.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY 19 PM 12:52

Signed and delivered in our presence as witnesses:

SPORTS GRILL DEVELOPMENT, INC.
a Florida Corporation, General Partner
of SPORTS GRILL DEVELOPMENT,
LTD, a Florida Limited Partnership

Print Name: LARRY E. YOUNG

Print Name: Deborah L. Martohue

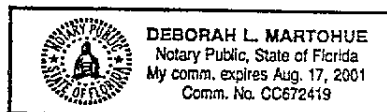
By: Roy T. Boyd, III
Its: President

STATE OF FLORIDA
COUNTY OF MARION

The foregoing CERTIFICATION OF LIMITED PARTNERSHIP was acknowledged before me by ROY T. BOYD III, who is:

☒ Personally known by me, OR
☐ Produced _____ as identification.

Dated: this 1st day of May, 1998.



Print Name: _____
Notary Public, State of _____
Commission number _____
Commission expires _____

CERTIFICATE OF REGISTERED AGENT

In compliance with §§48.091 and 620.105, *Florida Statutes*, the following is submitted:

That **SPORTS GRILL DEVELOPMENT, LTD.**, desiring to organize or qualify as a limited partnership under the laws of the State of Florida, with its principal place of business at 2320 NE 2nd Street, Suite 2A, Ocala, Florida, 34470, has named ROY T. BOYD III, president of its General Partner, as its agent to accept service of process within Florida.

Dated this 13th day of May, 1998.

SPORTS GRILL DEVELOPMENT, INC.
General Partner of **SPORTS GRILL DEVELOPMENT, LTD.**, a Florida Limited Partnership

By: [Signature]
ROY T. BOYD III,
Its: President

Having been named to accept service of process for the above-named limited partnership, as the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

[Signature]
ROY T. BOYD III, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 PM 12:52

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF MARION

BEFORE ME, the undersigned authority, personally appeared ROY T. BOYD III, President of SPORTS GRILL DEVELOPMENT, INC., General Partner of SPORTS GRILL DEVELOPMENT, LTD., who after being duly sworn, deposes and says:

1. That he is the President of SPORTS GRILL DEVELOPMENT, INC., the General Partner of SPORTS GRILL DEVELOPMENT, LTD., a Florida limited partnership, and his business address is 2320 NE 2nd Street, Suite 2A, Ocala, Florida 34470.
2. The initial amount contributed to the Partnership by the General Partner is Fifty Seven Thousand Two Hundred Fifty Dollars (\$57,250.00).
3. The initial amount contributed to the Partnership by the Limited Partners is \$ 42,750.00. The total amount anticipated to be contributed to the Partnership by the Limited Partners is \$42,750.00. The names, addresses, and amounts contributed by the Limited Partners is as follows:

LIMITED PARTNER	ADDRESS	CONTRIBUTION
Gary Ashlock	2901 SW 41 st Street, Apt. 2603 Ocala, FL 34474	\$6,250.00
Robert Drake	2145 SE 17 th Street Ocala, FL 34471	\$2,500.00
Holland Drake	2123 SE 12 th Street Ocala, FL 34474	\$4,000.00
Preston Farnior	2907 Villa Rosa Tampa, FL 33611	\$4,000.00
John & Traci Kaspar	2160 SE 7 th Terrace Ocala, FL 34471	\$5,000.00
Albert Peek	P.O. Box 3988 Ocala, FL 34478	\$2,500.00
Kenneth H. Mackay, III Trustee	P.O. Box 2016 Ocala, FL 34478	\$4,000.00
Robert Wilson, Trustee	P.O. Box 908 Ocala, FL 34478	\$4,000.00
Richard Tuten	11220 NE 53 rd Street Kirkland, WA 98033	\$8,000.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 PM 5:02

LIMITED PARTNER	ADDRESS	CONTRIBUTION
Larry Young	2320 NE 2 nd Street, Suite 2A Ocala, FL 34470	\$2,500.00

4. The liability of any Limited Partner for any debts or obligations of or to the Partnership at any time shall be limited, unless a separate written guaranty is executed by the Limited Partners, to the amount then contributed by him or her to the capital of the Partnership and his or her share in the undistributed net profits.

FURTHER AFFIANT SAYETH NAUGHT.

SPORTS GRILL DEVELOPMENT, INC., a
Florida corporation, General Partner of
SPORTS GRILL DEVELOPMENT, LTD., a
Florida limited partnership

By: _____

ROY T. BOYD III

Its: _____

President

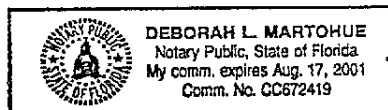
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 19 PM 12:52

STATE OF FLORIDA
COUNTY OF MARION

The foregoing AFFIDAVIT OF CAPITAL CONTRIBUTIONS was acknowledged before me by ROY T. BOYD III, President of SPORTS GRILL DEVELOPMENT, INC., the General Partner of SPORTS GRILL DEVELOPMENT, LTD., who is:

 X Personally known by me, OR
____ Produced _____ as identification.

Dated: this 13th day of May, 1998.



Print Name: _____
Notary Public, State of _____
Commission number _____
Commission expires _____