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CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name

TALLAHASSEE, FL 32301

Address

222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

900002609359--2

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****140.00 ****140.00

Tempus Resorts Management, Ltd.

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 AUG -6 PM 2:38

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☒ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Name Registration

☐ Fictitious Name

☐ Other

☐ Change of R.A.

☐ UCC

☒ Certified Copy

☐ Photo Copies

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AUG 06 1998

Thanks,
Jeff

MPL
8/6/98

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98 AUG -6 AM 11:27
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CR2E031 (1-89)

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TEMPUS RESORTS MANAGEMENT, LTD.**

a Florida Limited Partnership

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The undersigned, being desirous of forming a limited partnership pursuant to the laws of the state of Florida, hereby certifies as follows:

(1) Name of Limited Partnership. The name of the limited partnership is **TEMPUS RESORTS MANAGEMENT, LTD.**, a Florida limited partnership (the "Partnership").

(2) Recordkeeping Office. The records of the Partnership shall be kept at The Belz Mall, Annex 1, 5259 W. Oakridge Road, Orlando, Florida 32819.

(3) Registered Agent for Service of Process; Address of Agent. The initial agent of the Partnership for service of process shall be KP&L Services, Inc., a Florida corporation. The address of such agent in the state of Florida is 390 N. Orange Avenue, Suite 600, Orlando, Florida 32801.

(4) General Partner. The name and business address of the sole initial general partner of the Partnership is as follows:

<u>Name</u>	<u>Address</u>
Tempus Marketing International, Inc.	The Belz Mall, Annex 1 5259 W. Oakridge Road Orlando, Florida 32819

(5) Address of Partnership. The mailing address of the Partnership is c/o Tempus Marketing International, Inc., The Belz Mall, Annex 1, 5259 W. Oakridge Road, Orlando, Florida 32819.

(6) Date of Dissolution. The latest date on which the Partnership is to dissolve is December 31, 2040.

(7) Capital Contributions. Pursuant to Florida Statute §620.108, an affidavit setting forth the present and anticipated capital contributions of the sole initial limited partner of the Partnership is attached hereto as **Exhibit A**.

IN WITNESS WHEREOF, the undersigned General Partner has executed this Certificate of Limited Partnership on this 31st day of July, 1998.

TEMPUS MARKETING INTERNATIONAL, INC.

By: Ronald H. Leventhal
Ronald H. Leventhal, President

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EXHIBIT A
AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF
TEMPUS RESORTS MANAGEMENT, LTD.

a Florida Limited Partnership

The undersigned, being the sole initial general partner of **TEMPUS RESORTS MANAGEMENT, LTD.** (the "Partnership"), having been first duly sworn, hereby declares as follows:

(1) The sole limited partner of the Partnership has made an initial capital contribution to the Partnership in the amount of \$0.

(2) The total amount contributed and anticipated to be contributed by the limited partner at this time totals \$7,462.50.

FURTHER AFFIANT SAYETH NOT.

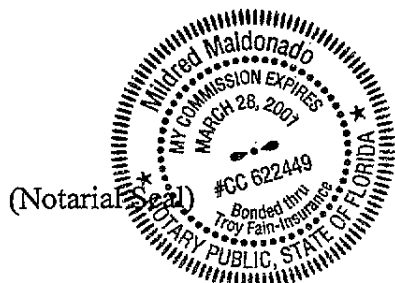
TEMPUS MARKETING INTERNATIONAL, INC.
a Florida corporation

By: *Ronald H. Leventhal*
Ronald H. Leventhal, President

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

Before me, the undersigned authority, personally appeared **RONALD H. LEVENTHAL** who is the President of **TEMPUS MARKETING INTERNATIONAL, INC.**, a Florida corporation, and who ☒ is personally known to me, or ☐ provided as identification _____, and, having been duly sworn, acknowledged that he signed the foregoing for the purposes set forth therein.

Dated this 31 day of July, 1998.



Mildred Maldonado
(Notary Public, State of Florida
Print Name: **MILDRED MALDONADO**
Commission Expires: **3-28-2001**)

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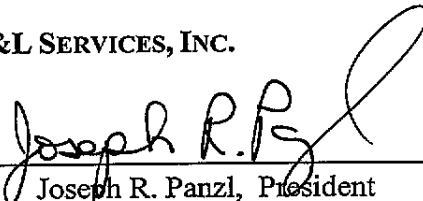
ACCEPTANCE OF APPOINTMENT

The undersigned, KP&L Services, Inc., by its President, Joseph R. Panzl, hereby acknowledges and accepts its appointment as registered agent of **TEMPUS RESORTS MANAGEMENT, LTD.**, a Florida limited partnership (the "Partnership"), and agrees to act in that capacity and to comply with the provisions of the Florida Limited Partnership Act relative thereto. The undersigned is familiar with, and accepts, the obligations of a registered agent appointed as provided for in Chapter 620 of the Florida Statutes.

Dated this 31st day of July, 1998.

KP&L SERVICES, INC.

By: _____


Joseph R. Panzl, President