CAPITAL CONNECTION 000220 417 E. Virginia Steet, State 1 • Gallahassee, Plotida 32302 (850) 224-8870 • 1-808-342-8062 • Pax (850) 222-1222

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	LTD Partnership File
· .	Foreign Corp. File 300002766403-3
	Trade/Service Mark
•	Merger File
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GRAY STREET PARTNERS, LTD.

111 West Fortune Street Tampa, Florida 33602

CERTIFICATE LIMITED PARTNERSHIP

L NAME AND ADDRESS OF LIMITED PARTNERSHIP:

GRAY STREET PARTNERS, LTD., 111 West Fortune Street, Tampa, Florida 33602.

- II. RECORD KEEPING OFFICE AND AGENT FOR SERVICE OF PROCESS IN FLORIDA:
 - (a) Record keeping Office. The Limited Partnership shall maintain its office for record keeping purposes at 111 West Fortune Street, Tampa, Florida 33602.
 - (b) Agent for Service of Process in Florida. The agent for service of process on the Limited Partnership is DAVID H. CALLEN, 111 West Fortune Street, Tampa, Florida 33602.
- III. GENERAL PARTNER: Terra Realty Advisors, Inc., a Florida corporation, is the sole General Partner, and its address is 111 West Fortune Street, Tampa, Florida 33602.
- IV. MAILING ADDRESS FOR LIMITED PARTNERSHIP:
 - 111 West Fortune Street, Tampa, Florida 33602.
- V. LATEST DATE FOR DISSOLUTION:

December 31, 2030.

GENERAL PARTNER

Signed in the presence of:

TERRA REALTY ADVISORS,

corporation

David H. Callen, as its President

111 West Fortune Street Tampa, Florida 33602

(Type or Print Name)

02-04-99 04:14PM P003 #2

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	LIMITED PARTNER
Signed in the presence of:	HL RESORTS, INC.
	By: Cureff laws in out
Who W (& We) (Type or Bright Nume)	MAMPH, PL 3 JODGS (Type or Print Address)
Communication (Type or Print Name)	S A II. II
COUNTY OF HILLS bleaugh	
The foregoing instrument was acknowledged Phonogram 1999, by David H. Callen who as identification and who did (did not) take an oath a Florida corporation, on behalf of the corporation.	is personally known to me or who has produced, as President of TERRA REALTY ADVISORS, INC.,
(SEAL)	Notary Public Notary Public (Print or Type Notary Name) Commission (Serial) Number: My Commission Expires: Wendy M Boehm
STATE OF FLORIDA / / - /	My Commission CC666543 Expires March 17, 2001
COUNTY OF HINS BURGUS AS ACKNOWLEDGED	who is personally known to me or who has produced
(SEAL)	Notary Public M. Doe h M. Commission (Serial) Number: My Commission Expires:
• •	Wendy M Boehm

I hereby accept to act as initial Registered Agent for GRAY STREET PARTNERS, LTD., as stated in this Agreement of Limited Partnership.

DAVID H. CALLEN

AFFIDAVIT OF CONTRIBUTIONS TO LIMITED PARTNERSHIP

The authorized representative of TERRA REALTY ADVISORS, INC., the general partner of GRAY RTNERS, LTD, denoses and says:

STREE	r Partners, LTD. deposes and says.
1.	The total amount of cash contributed by the pariners is \$ 10,000.00.
2.	If any, the agreed value of property other than cash contributed by partners is none.
4	The total amount of cash or property anticipated to be contributed by partners is \$ 10,000.00. This flotal amounts from 1 and 2 above. David H. Callen

STATE OF FLORIDA COUNTY OF

The foregoing instrument was acknowledged before me on this the as identification and who did (did not) take an oath.

(Print or Type Notary Name)

Commission (Serial) Number:

My Commission Expires:

(SEAL)

Wendy M Boehm ★My Commission CC666543 Expires March 17, 2001