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Division of Corporations  
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## FLORIDA LIMITED PARTNERSHIP

## THE RESTAURANTS AT CARILLON BEACH, LTD.

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OK

## CERTIFICATE OF LIMITED PARTNERSHIP

OF

## THE RESTAURANTS AT CARILLON BEACH, LTD.

We, the undersigned, desiring to form a partnership, pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Section 620.101 et seq. of the Florida Statutes, certify:

1. The name of the firm under which the partnership is to be conducted is THE RESTAURANTS AT CARILLON BEACH, LTD.

2. The character of the business intended to be transacted by the partnership is as follows: operation of a full service restaurants and cafes.

3. The mailing address and the street address of the principal place of business is to be at 102 Carillon Market Street, Panama City Beach, Bay County, Florida, 32413.

4. The name and mailing address of each general partner interested in the partnership are as follows:

Name	Address
P980000068315 Chef Paul Albrecht, Inc., a Florida corporation	102 Market Street Panama City Beach, FL 32413

5. The name and mailing address of each limited partner interested in the partnership are as follows:

Name	Address
A95000002031 Carillon Beach, Ltd., a Florida limited partnership	23313 Front Beach Road Carillon Beach, FL 32413
Paul A. Albrecht	102 Market Street Panama City Beach, FL 32413

THIS INSTRUMENT PREPARED BY:  
Roland W. Kiehn, Esq.  
Fla. Bar No. 0870250  
Barron, Redding, Hughes, Fite,  
Bassett, Fensom & Sanborn, P.A.  
220 McKenzie Avenue  
P.O. Box 2467  
Panama City, FL 32402  
(850) 785-7454

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6. The name and mailing address of the registered agent for the partnership is:

Paul A. Albrecht

102 Market Street  
Panama City Beach, FL 32413

Having been named to accept service of process for the above named limited partnership, at the place designed in this Certificate, I accept this appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(Signature of Registered Agent)

7. The limited partnership shall exist for a term of fifty (50) years from and after the date of the filing of this Certificate.

8. The right of the partners to admit additional limited partners or to sell or assign their partnership interests is limited and restricted as set forth in the Partnership Agreement.

9. The right of one or more of the limited partners to priority over other limited partners as to contributions or as to compensation by way of income, and the nature of such priority, is as set forth in the Partnership Agreement.

10. The right of the remaining general partner or partners to continue the business on the death, retirement, or insanity of a general partner is as set forth in the Partnership Agreement.

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MAR-12-1999 09:59

BARRON & REDDING LAW FIRM

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Fax Audit No. H990000059834

IN WITNESS WHEREOF, the undersigned partners have executed this certificate this 10th day of March, 1999.

CHEF PAUL ALBRECHT, INC.  
a Florida corporation, as  
its general partner

By: Paul A. Albrecht  
Paul A. Albrecht  
Its President

CARILLON BEACH, LTD., a  
Florida limited partnership, as  
a limited partner

By: Carillon Beach, Inc., a  
Florida corporation, as  
its general partner

By: William D. Biggs  
William D. Biggs  
Its President

Paul A. Albrecht  
PAUL A. ALBRECHT  
as a limited partner

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 11 day of March, 1999, by Paul A. Albrecht, who is known personally known to me be the person described in and who executed the foregoing instrument as President of Chef Paul Albrecht, Inc., a corporation organized under the laws of the State of Florida. He has acknowledged before me that he executed the foregoing instrument as such officer in the name and on behalf of the corporation.

(SEAL)

Carol J. Maurant  
Carol J. Maurant  
MY COMMISSION # CC740384 EXPIRES  
May 7, 2002  
(Print Name) MANTRO TROY FAIR INSURANCE INC.  
Notary Public  
Commission #  
My Commission Expires:

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 11 day of March, 1999, by William D. Biggs, Jr., who is known personally known to me be the person described in and who executed the foregoing instrument as President of Carillon Beach, Inc., a corporation organized under the laws of the State of Florida, acting in the capacity of the general partner of Carillon Beach, Ltd., a limited partnership organized under the laws of the State of Florida. He has acknowledged before me that he executed the foregoing instrument as such officer in the name and on behalf of the corporation and the limited partnership.

(SEAL)

*Carol J. Mourant*  
\_\_\_\_\_  
Carol J. Mourant  
MY COMMISSION # CC740384 EXPIRES  
Notary Public May 7, 2002  
Commission # BONDED THRU TROY FAIR INSURANCE, INC.  
My Commission Expires: \_\_\_\_\_

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 11~~th~~ day of March, 1999, by Paul A. Albrecht, who: (notary must check applicable box)

- ☒ is personally known to me.  
☐ produced a current Florida driver's license as identification.  
☐ produced \_\_\_\_\_ as identification.

(SEAL)

*Carol J. Mourant*  
\_\_\_\_\_  
(Print Name)  
Notary Public  
Commission # \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_



Carol J. Mourant  
MY COMMISSION # CC740384 EXPIRES  
May 7, 2002  
BONDED THRU TROY FAIR INSURANCE, INC.

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
OF  
THE RESTAURANTS AT CARILLON BEACH, LTD.**

Before me, the undersigned, constituting all of the general partners of THE RESTAURANTS AT CARILLON BEACH, LTD., a Florida Limited Partnership, certify as follows:

1. The amount of capital contributions to date of the limited partners is \$2,000.00
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2,000.00

DATED THIS 10th DAY OF MARCH, 1999.

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

Chef Paul Albrecht, Inc., a  
Florida corporation, as its  
general partner

By: Paul A. Albrecht  
Its: President

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 11th day of March, 1999, by Paul A. Albrecht, who is known personally known to me be the person described in and who executed the foregoing instrument as President of Chef Paul Albrecht, Inc., a corporation organized under the laws of the State of Florida. He has acknowledged before me that he executed the foregoing instrument as such officer in the name and on behalf of the corporation.

(SEAL)



**"OFFICIAL SEAL"**  
Roland W. Kohn  
My Commission Expires 5/23/2000  
Commission #00557900

Roland W. Kohn  
(Print Name)  
Notary Public  
Commission #  
My Commission Expires: \_\_\_\_\_