# TICC FILING & SEARCH SERVICES

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CORPORATION NAME	(S) AND DOCUMENT NUMBER(S	S) (if known):
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Will Wait		Certificate of Good Standing
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Profit NonProfit Limited Liability Domestication	Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal	Certificate of FICTITIOUS NAME
Other	Merger	FICTITIOUS NAME SEARCH
Annual Report Fictitious Name Name Reservation	\$REGISTRATION/QUALIFICATION \$\frac{\text{Foreign}}{\text{Emitted Partnership}}\$ Reinstatement \$\text{Trademark}{\text{Other}}\$	CORP SEARCH  3 1 7 99 NOISINIE  NOINTE BHA ST. 18 NOISINIE  OT STATE OF THE CENTRAL OF THE CENTR
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## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 12, 1999

**UCC FILING & SEARCH** 

TALLAHASSEE, FL

SUBJECT: TARPON BEND FOOD & TACKLE-RIVERWALK, LTD.

Ref. Number: W99000006116

We have received your document for TARPON BEND FOOD & TACKLE-RIVERWALK, LTD. and your check(s) totaling \$140.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$140.00 payment.

Before this limited partnership can be filed, its general partner -- TB-RIVERWALK GP, LLC -- must complete its filing with the Division of Corporations.

We realize that you are in the process of accomplishing this. Please return the limited partnership application with the corrected LLC application.,

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.

Letter Number: 899A00012016

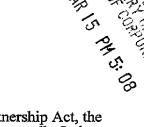
Buck Kohr Corporate Specialist Bof

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

#### CERTIFICATE OF LIMITED PARTNERSHIP

**OF** 

#### TARPON BEND FOOD & TACKLE-RIVERWALK, LTD.



Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of Tarpon Bend Food & Tackle-Riverwalk, Ltd., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

Tarpon Bend Food & Tackle-Riverwalk, Ltd.

2. The office and principal place of business for the Partnership currently is:

210 S. W. 2<sup>nd</sup> Street Fort Lauderdale, Florida 33301

3. The name and address of the agent for service of process on the Partnership

is:

Louise J. Allen 200 East Broward Boulevard Suite 1900 Fort Lauderdale, Florida 33602

4. The name and address of the sole General Partner of the Partnership is:

TB-Riverwalk GP, LLC 210 S. W. 2<sup>nd</sup> Street Lauderdale, Florida 33301

5. The mailing address of the Partnership is:

210 S. W. 2<sup>nd</sup> Street Fort Lauderdale, Florida 33301

6. The latest date upon which the Partnership shall dissolve is December 31,

2048.

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as sole General Partner pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: 3/9, 1999

TB-RIVERWALK GP, LLC, a Florida limited liability, as sole General Partner

Tim Petrillo, Member

### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Louise J. Allen hereby accepts her appointment as registered agent for Tarpon Bend Food & Tackle-Riverwalk, Ltd., a Florida limited partnership and states that she is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: 3 9 , 1999

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#### AFFIDAVIT OF CAPITAL CONTRIBUTIONS



STATE OF FLORIDA ) SS: COUNTY OF BROWARD )

BEFORE ME, the undersigned authority, personally appeared Tim Petrillo, member of TB-Riverwalk, LLC, a Florida limited liability company, as sole General Partner of Tarpon Bend Food & Tackle-Riverwalk, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

- 1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$1,000.00.
- 2. It is anticipated that the Limited Partners will not make additional contributions to the capital of the Partnership.

TB RIVERWALK GP, LLC., a Florida limited liability company, as sole General Partner

Tim Petrillo, Member

The foregoing instrument was acknowledged before me this day of November, 1998, by Tim Petrillo, President of TB-Riverwalk GP, LLC., a Florida limited liability company, as sole General Partner of Tarpon Bend Food & Tackle-Riverwalk, Ltd., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did (did not) take an oath.

Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

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THOMAS PAZ
My Comm Exp. 1/23/00
Bonded By Service Ins
No. CC526803

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Personally Down 1. D.