

Document Number Only

B9500000461

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
95 DEC 18 PM 3:38

CT CORPORATION SYSTEM

Requestor's Name

660 EAST JEFFERSON STREET

Address

TALLMASSIE FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

200001666522  
12/20/95-01027-014  
\*\*\*1785.00 \*\*\*1785.00

Win Cup Holdings, L.P. d-b-a  
Win Cup Holdings, Limited Partnership

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Merger

☐ Mark

☒ Limited Partnership

☐ Reinstatement

☐ Annual Report

☐ Reservation

☐ Other

☐ Change of R.A.

☐ Certified Copy

☐ Photo Copies

☐ Fictitious name Filing

☐ CUS

☐ Call When Ready

☒ Walk In

☐ Mail Out

☐ Call if Problem

☐ Will Wait

☐ After 4:30

☒ Pick Up

Name	
Availability	B/K
Document Examiner	
Updater	
Verifier	
Acknowledgment	
W.P. Verifier	

CR2E031 (1-89)

PLEASE RETURN EXTRA COPIES  
FILE STAMPED

C. TAX \_\_\_\_\_  
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R. AGENT FEE \_\_\_\_\_  
C. COPY \_\_\_\_\_  
TOTAL \_\_\_\_\_  
N. BANK \_\_\_\_\_  
BALANCE DUE \_\_\_\_\_  
REFUND \_\_\_\_\_

File 2nd

12-18-95

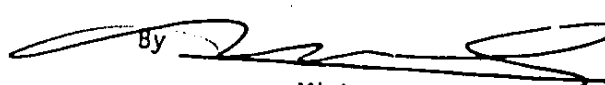
3:00

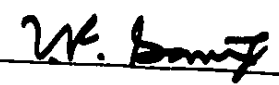
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DIVISION OF CORPORATIONS  
95 DEC 18 PM 3:38

CONSENT TO USE OF NAME

WinCup Holdings, Inc., a corporation  
organized under the laws of the State of Delaware, hereby  
consents to the ~~organization~~ qualification of WinCup Holdings, L.P.  
in the State of Florida.

IN WITNESS WHEREOF, the said WinCup Holdings, Inc.  
                     has caused this consent to be executed by its                      president  
and attested under its corporate seal by its assistant secretary, this 27th day of  
Nov 19 95.

WinCup Holdings, Inc.  
By   
Michael T. Kennedy President

Attest:  
  
Assistant Secretary

(SEAL)

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95 DEC 18 PM 3:38

1. WinCup Holdings, L.P.

(Name of limited partnership as it is in the home state;

2. WinCup Holdings, Limited Partnership

(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware

(State of Formation)

4. October 23, 1995

(Date of Formation)

5. \_\_\_\_\_

C T CORPORATION SYSTEM

(Name of Registered Agent for Service of Process)

6. \_\_\_\_\_

c/o C T Corporation System, 1200 South Pine Island Road  
(Street Address of Registered Office)

Plantation

(City)

, Florida

33324

(Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

Domenic A. Borriello

(Officer must sign on this line)

Domenic A. Borriello, Assistant Secretary

(Type Name and Title of Officer)

8. 314 South State Street, Dover, Delaware 19901

(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

WinCup Holdings, Inc.

SPECIFIC ADDRESS

7980 West Buckeye Road, Phoenix, AZ 85043

P37668

10. 7980 West Buckeye Road, Phoenix, AZ 85043

(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 7980 West Buckeye Road, Phoenix, AZ 85043

(Mailing Address of Limited Partnership)

This 27th day of November, 1995.

[Signature]  
General Partner  
WINCUP HOLDINGS, INC.  
BY MICHAEL T. KENNEDY, PRESIDENT

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
95DEC 18 PM 3:38

STATE OF Florida.

COUNTY OF Montgomery

THE FOREGOING instrument was acknowledged and sworn to before me this 27th day of Nov, 1995, by Wincup Holdings, Inc. (Name of General Partner) of Wincup Holdings, L.P. (Name of Limited Partnership), A Delaware (State or Country) Limited Partnership, on behalf of the Limited Partnership.

[Signature]  
Notary Public  
State of Pa. at Large

(SEAL)

My Commission Expires:

Notarial Seal  
Herman G. Richard, Notary Public  
New Hanover Twp., Montgomery County  
My Commission Expires Jan. 13, 1999  
Member, Pennsylvania Association of Notaries

### AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Michael T. Kennedy, President of WinCup Holdings, Inc., a general partner of WinCup Holdings, L.P., a (an) Delaware limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ \$46,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ \$1,410,738.06

This 27<sup>th</sup> day of November, 1995.

#### FURTHER AFFIANT SAYETH NOT.

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

[Signature]  
General Partner  
[Signature]  
WinCup Holdings, Inc.  
By: Michael T. Kennedy, President

STATE OF Florida  
COUNTY OF Montgomery  
DATE 11/27/95

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Michael T. Kennedy (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 27<sup>th</sup> day of November, 1995.

[Signature]  
Notary Public

Seal

State of Pa at Large  
My Commission Expires

Notarial Seal  
Herman S. Richard, Notary Public  
New Hanover Twp., Montgomery County  
My Commission Expires Jan. 13, 1999  
Member, Pennsylvania Association of Notaries

FILE ON OR BEFORE SEPTEMBER 31, 1996. THE PARTNERSHIP  
WILL BE SUBJECT TO REVOCATION AND 50% PENALTY FEE

LIMITED PARTNERSHIP  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Sandra Moxham  
Secretary of State  
DIVISION OF CORPORATIONS

FILED

96 JAN 17 AM 11:40

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Name of Limited Partnership  
WinCup Holdings, L.P.

1a. DOCUMENT #  
B95000000461

• DBA/ WinCup Holdings, Limited Partnership  
AL-AR  
CM

Mailing Address  
7980 West Buckeye Road  
Phoenix, AZ 85043

Principal Office Address  
7980 West Buckeye Road  
Phoenix, AZ 85043

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

600001694276  
-01/22/96--01030--003

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

3. Date Formed or Registered to Do Business in  
FLORIDA

3a. Date of Last Report  
N/A

4. State or Country of Formation  
Delaware

5a. Capital Contributions as Shown  
on Record  
\$1,410,738.00

5b. Amount of Capital Contributions in  
FLORIDA to date  
-0-

6. FEI Number  
23-2826753

Applied for  
Not Applicable

7. CERTIFICATE OF STATUS REQUIRED ☒

8. FEES: 1) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5a or 5b if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.  
2) Supplemental Fee: \$138.75 (pursuant to section 607.1(3), F.S.)  
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75).  
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.  
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE.

9. Name and Address of Current Registered Agent

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

10. If changed, new Registered Agent/Office

Name

Street Address

Box Number is Not Acceptable

Suite, Apt. #, etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY  
MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

11. Name(s) of General Partner(s)

11a. Address of Each General Partner  
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/  
Document Number

WinCup Holdings, Inc.

7980 West Buckeye Road

Phoenix, AZ 85043

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Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(b), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(b) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

WinCup Holdings, Inc.  
By: Michael T. Kennedy,  
President

DATE

1/7/96

Telephone Number

610-647-4000

CR2E003 (6/95)