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CORPORATION(S) NAME

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DIVISION OF CORPORATIONS
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St. Louis Cardinals, L.P.

dlb1a

St. Louis Cardinals, Ltd.

☐ Profit
☐ NonProfit
☐ Limited Liability Company
☒ Foreign
☐ Amendment
☐ Dissolution/Withdrawal
☐ Merger
☐ Mark
☒ Limited Partnership
☐ Annual Report
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☐ Other
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96 JUN 30 AM 10:59
DIVISION OF CORPORATIONS

Florida Department of State, Jim Smith, Secretary of State

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 30 PM 2:17

1. ST. LOUIS CARDINALS, L.P.

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

2. St. Louis Cardinals, Ltd.

(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. Missouri

(State of Formation)

4. January 23, 1996

(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.

(Officer must sign on this line)

Jonathan L. Miles, Assistant Secretary

(Type Name and Title of Officer)

8. 5 Rio Vista Drive, St. Louis, MO 63124

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

9. NAME OF GENERAL PARTNERS

Gateway Group, Inc.

SPECIFIC ADDRESS

5 Rio Vista Drive

St. Louis, MO 63124

10. 5 Rio Vista Drive, St. Louis, Missouri 63124

(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.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. 5 Rio Vista Drive, St. Louis, Missouri 63124

(Mailing Address of Limited Partnership)

This 25th day of January, 1996.

Gateway Group, Inc.

By: *Frederick O. Hanser*

General Partner

Frederick O. Hanser, President

STATE OF MISSOURI

COUNTY OF ST. LOUIS

THE FOREGOING instrument was acknowledged and sworn to before me this 25th day of January, 1996, by Gateway Group, Inc. by (Name of General Partner) of St. Louis Cardinals, L.P. Frederick O. Hanser, President

(Name of Limited Partnership), A Missouri (State or Country) Limited Partnership, on behalf of the Limited Partnership.

Carol A. Head

Notary Public

State of Missouri at Large

(SEAL)

My Commission Expires:

9-23-98

CAROL A. HEAD
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County
My Commission Expires: Sept. 23, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JAN 30 PM 2:17

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Frederick O. Hanser, President Gateway Group, Inc., a general partner of St. Louis Cardinals, L.P., a (an) Missouri limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 99.00.

2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1.00.

This 25th day of January, 1996.

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.

General Partner
Gateway Group, Inc.

By: Frederick O. Hanser

Frederick O. Hanser, President

STATE OF MISSOURI
COUNTY OF ST. LOUIS
DATE January 25, 1996

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 Frederick O. Hanser, President of Gateway Group, Inc. (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 25th day of January, 1996.

Carol A. Head
Notary Public

Seal

State of Missouri at Large

My Commission Expires:

9-23-98

CAROL A. HEAD
Notary Public - Notary Seal
STATE OF MISSOURI
St. Louis County

My Commission Expires: Sept. 23, 1998

B96000000047

ARMSTRONG, TEASDALE, SCHLAFLY & DAVIS
A PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

ATTORNEYS AND COUNSELLORS
ONE METROPOLITAN SQUARE, SUITE 2600
ST. LOUIS, MISSOURI 63102-2740
(314) 621-5070
FAX (314) 621-5065

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
KANSAS CITY, MISSOURI
BELLVILLE, ILLINOIS
OLATHE, KANSAS

April 4, 1996

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RECEIVED
FEB 13 1996
TALLAHASSEE, FLORIDA

Re: St. Louis Cardinals, L.P.

Gentlemen:

Enclosed for filing is a Supplemental Affidavit of Capital Contributions, in duplicate, along with a check for \$1750.00 filing fee.

Please return a file-stamped copy to our office. Enclosed is a self-addressed stamped envelope for your use.

Yours truly,

ARMSTRONG, TEASDALE, SCHLAFLY
& DAVIS

Carol A. Head

Carol A. Head
Legal Assistant

Enclosures

cc: Jeffrey D. Fisher

B96000000047

1.001
4-8

SUPPLEMENTAL
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Frederick O. Hanser, President of Gateway Group, Inc., a general partner of St. Louis Cardinals, L.P., a (an) Missouri limited partnership, hereinafter referred to as the "Partnership", who certifies as follows pursuant to Section 620.176, Florida Statutes:

1. The amount of capital contributions of the limited partners is \$ 49,500,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 370,000.00.

This 27th day of March, 1996.

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.

General Partner
Gateway Group, Inc.
By: Frederick O. Hanser
Frederick O. Hanser, President

CITY STATE OF MISSOURI
COUNTY OF ST. LOUIS
DATE March 27, 1996

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 Frederick O. Hanser (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 27th day of March, 1996.

Seal: ARTHA A. COLE
Notary Public No. 11
STATE OF MI 11
St. Louis
Commission Expires Aug. 2, 1999

Martha A. Cornett
Notary Public
State of Missouri at Large
My Commission Expires:
August 2, 1999