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Robert C. Dickinson III, P.A.

Attorney at Law

(813) 789-1901
Fax Line
(813) 789-3436

33920 U.S. Hwy 19 North
Suite 269
Palm Harbor, FL 34684

August 30 1996

VIA UPS NEXT DAY AIR

Attention: Diane Cushing
Secretary of State
Qualification / Registration Sec.
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

RE: Registration of Fair Management LC d/b/a in Florida as Fairway Management, L.C., A Foreign Limited Liability Corporation Registering as General Partner of Trophy Cleaners Orlando Limited, a Foreign Limited Partnership.

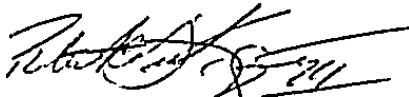
Dear Ms. Cushing:

Enclosed you will find the documents necessary to register the above referenced foreign entities in the state of Florida. Also enclosed are checks to cover the registration fees.

Please note that a special resolution of the Directors of Fairway Management LC was adopted whereby Fair Management LC will conduct all of its Florida business operations under the name "Fairway Management LC".

Your patience and cooperation in this matter are greatly appreciated. If for any reason there are any problems with the enclosed forms, or should you need additional sums of money to properly register the above referenced entities, please do not return the enclosed documents to my office but instead call me (collect) so that the problem can be resolved most expeditiously.

Sincerely,



Robert C. Dickinson III

RCD/cmr
Enclosures
cc: Barbara King

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 12, 1996

ROBERT C. DICKINSON, III
ROBERT C. DICKINSON, III, P.A.
33920 U.S. HWY 19 NORTH, SUITE 269
PALM HARBOR, FL 34684

SUBJECT: TROPHY CLEANERS ORLANDO, LTD.
Ref. Number: W96000007969

We have received your document for TROPHY CLEANERS ORLANDO, LTD. and your check(s) totaling \$780.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Every corporation, limited partnership, general partnership, or trust listed as a general partner of a limited partnership or a managing member or manager of a limited liability company must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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 (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 896A00016922



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 12, 1996

ROBERT C. DICKINSON, III
ROBERT C. DICKINSON, III, P.A.
33920 U.S. HWY 19 NORTH, SUITE 269
PALM HARBOR, FL 34684

SUBJECT: TROPHY CLEANERS ORLANDO, LTD.
Ref. Number: W96000007969

We have received your document for TROPHY CLEANERS ORLANDO, LTD. and your check(s) totaling \$780.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

I'm returning the attached document because the general partner still isn't qualified and the 60 days we gave you are up.

If you have any questions concerning the filing of your document, please call (904) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 996A00038333

Florida Department of State, Sandra H. Mortham, Secretary of State

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

1. TROPHY CLEANERS ORLANDO, LTD.
(Name of limited partnership as it is in the home state)

2. TROPHY CLEANERS ORLANDO, 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. TEXAS 4. February 26, 1996
(State of Formation) (Date of Formation)

5. Robert C. Dickinson III, P.A.
(Name of Registered Agent for Service of Process)

6. 33920 U.S. HIGHWAY 19 NORTH, SUITE 269
(Street Address of Registered Office)

PALM HARBOR, Florida 34684
(City) (Zip Code)

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

[Signature]
(Agent must sign on this line)

8. 225 South College, TYLER, TEXAS 75702
(Address of registered office required in state of formation or, if not required, address of principal office)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

FAIR MANAGEMENT, LC, its sole General Partner 225 South College, Tyler, TX 75702

796000000379

33920 U.S. HIGHWAY 19 NORTH, SUITE 269, PALM HARBOR FLORIDA 34684 -- Florida
10. Trophy Cleaners Orlando, Ltd., 225 South College, Tyler, TX 75702 --Texas
(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.

CONTINUED

12. P. O. Box 1084, Tyler, Texas 75710 or 225 South College, Tyler, TX 75702

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This day of 29th, August, 19 96

FAIR MANAGEMENT, LC

BY: James W. Fair JAMES W. FAIR, PRESIDENT
General Partner

STATE OF TEXAS

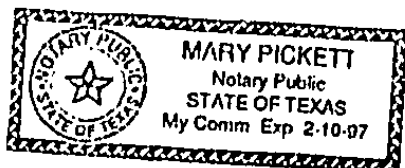
COUNTY OF SMITH

On this 29th day of August, 19 96, JAMES W. FAIR

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of



Seal

Mary Pickett
(Notary Public Signature)

Mary Pickett
(Notary's Printed Name)

My Commission Expires: 2-10-97

FILED
96 OCT 2 PM 2:00
SMITH COUNTY
TYLER, TEXAS

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED
PARTNERSHIP**

BEFORE ME the undersigned personally appeared JAMES W. FAIR, President
FAIR MANAGEMENT, LC
the sole general partner of TROPHY CLEANERS ORLANDO, LTD, a (an) TEXAS limited partnership,
hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 99,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 99,000.00.

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 29th day of AUGUST, 19 96.

FAIR MANAGEMENT, LC

BY: James W. Fair

General Partner

James W. Fair, President

STATE OF TEXAS

COUNTY OF SMITH

On this 29th day of August, 19 96, JAMES W. FAIR

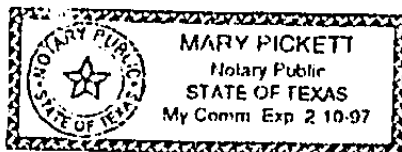
personally appeared before me,



who is personally known to me



whose identity I proved on the basis of _____



Mary Pickett
(Notary Public Signature)

Mary Pickett

(Notary's Printed Name)

Seal

My Commission Expires: 2-10-97