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STEVEN H. SMITH  
WILLIAM C. SMITH, III  
PAUL L. GUNN  
ROGER W. WILLIAMS

October 9, 1998

O.B. TAYLOR (1880-1965)  
J. MORTON MATRICK, OF COUNSEL

*Via UPS Express*

Florida Department of State  
Attention: Registration Section - Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

900002661679--8  
-10/16/98--01083--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00  
900002661679--8  
-10/12/98--01090--018  
\*\*\*1632.50 \*\*\*1347.50

**Re: Colonial Mart Limited Partnership  
Wataga, L.L.C.**

Dear Sir or Madam:

Enclosed please find the forms for registration of the above reference limited partnership and limited liability company in Florida. Also enclosed is a check in the amount of \$1,632.50 in payment of the registration fees for both entities.

We have enclosed a pre-paid UPS label for your use in returning the filed documents to us. Thank you for your assistance in this matter.

Sincerely,

  
Sarah Jones

/sj  
enclosures

|                   |     |
|-------------------|-----|
| Name              | MAH |
| Availability      | MAH |
| Document Examiner | MAH |
| Updater           | MAH |
| Updater Verifier  | MAH |
| Acknowledgement   | MAH |
| P. Verifier       | MAH |

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 12 AM 10:26

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

1. Colonial Mart Limited Partnership  
(Name of limited partnership as it is in the home state)

2. \_\_\_\_\_  
(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. Mississippi 4. October 26, 1992  
(State of Formation) (Date of Formation)

5. CT Corporation System  
(Name of Registered Agent for Service of Process)

6. c/o CT Corporation, 1200 South Pine Island Road  
(Street Address of Registered Office)

Plantation Florida 33324  
(City) (Zip Code)

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

Please see attached Acceptance of Appointment  
(Agent must sign on this line)

8. 460 Briarwood Drive, Suite 400

Jackson, Mississippi 39206  
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

Wataga, L.L.C., a Mississippi limited liability company

460 Briarwood Drive, Suite 400, Jackson, Mississippi 39206

10. 460 Briarwood Drive, Suite 400, Jackson, Mississippi 39206  
(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 canceled or withdrawn.

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12. 460 Briarwood Drive, Suite 400

Jackson, Mississippi 39206

(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.

Signed this 8 day of October, 19 98  
Wataga, L.L.C. a Mississippi limited liability company

Gary B. Cress  
by: Gary B. Cress, General Partner Member/Manager

STATE OF MISSISSIPPI

COUNTY OF HINDS

On this 8 day of October, 19 98

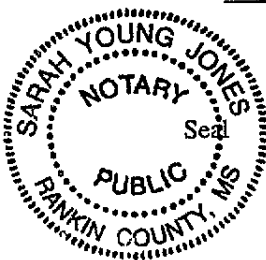
Gary B. Cress, Member/Manager of Wataga, L.L.C., a Mississippi limited liability company, general partner of Colonial Mart Limited Partnership, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Sarah Young Jones  
(Notary Public Signature)

Sarah Young Jones  
(Notary's Printed Name)



My Commission Expires: Notary Public State of Mississippi At Large  
~~My Commission Expires: October 21, 2000~~  
BONDED THRU HEIDEN-MARCHETTI, INC.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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ACCEPTANCE OF APPOINTMENT

RE: **COLONIAL MART, LIMITED PARTNERSHIP (Mississippi Domestic)**

The undersigned acknowledges and accepts its appointment as registered agent of the above limited partnership.

Dated: October 5, 1998

C T CORPORATION SYSTEM

By

A handwritten signature in black ink, appearing to be "J. Miles", written over a horizontal line.

Jonathan L. Miles,  
Assistant Secretary

98 OCT 12 AM 10:26  
FBI  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

# AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

Gary B. Cress, Member/Manager of Wataga, L.L.C., a  
BEFORE ME the undersigned personally appeared Mississippi limited liability company  
a general partner of Colonial Mart Limited Partnership, a(an) Mississippi  
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 192,500.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 192,500.

*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.*

Signed this 8 day of October, 19 98

Wataga, L.L.C., a Mississippi limited liability company

  
by: Gary B. Cress General Partner Member/Manager

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SECRETARY OF CORPORATIONS  
98 OCT 12 AM 10:26

STATE OF MISSISSIPPI

COUNTY OF HINDS

On this \_\_\_\_\_ day of October, 19 98,

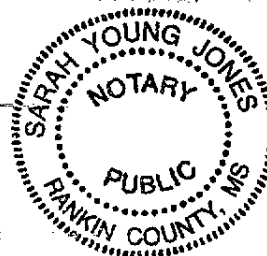
Gary B. Cress, Member/Manager of Wataga, L.L.C., a Mississippi limited liability  
company, general partner of Colonial Mart Limited Partnership, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

  
(Notary Public Signature)

Sarah Young Jones  
(Notary's Printed Name)



Seal

My Commission Expires:

Notary Public State of Mississippi At Large  
My Commission Expires: October 21, 2000  
BONDED THRU HEIDEN-MARCHETTI, INC.