

**STATE OF CALIFORNIA**  
**CERTIFICATE OF LIMITED PARTNERSHIP—FORM LP-1**  
**IMPORTANT—Read instructions on back before completing this form**

This Certificate is presented for filing pursuant to Chapter 3, Article 2, Section 15621, California Corporations Code.

|  |  |   |                             |
|--|--|---|-----------------------------|
| <b>1. NAME OF LIMITED PARTNERSHIP</b><br>BAY AREA FOOTBALL PARTNERS, LTD.          |  |   |                             |
| <b>2. STREET ADDRESS OF PRINCIPAL EXECUTIVE OFFICE</b><br>7850 Edgewater Drive     |  | <b>3. CITY AND STATE</b><br>Oakland, CA | <b>4. ZIP CODE</b><br>94621 |
| <b>5. STREET ADDRESS OF CALIFORNIA OFFICE IF EXECUTIVE OFFICE IN ANOTHER STATE</b> |  | <b>6. CITY</b><br>CALIF.                | <b>7. ZIP CODE</b>          |

**8. COMPLETE IF LIMITED PARTNERSHIP WAS FORMED PRIOR TO JULY 1, 1984 AND IS IN EXISTENCE ON DATE THIS CERTIFICATE IS EXECUTED**  
 THE ORIGINAL LIMITED PARTNERSHIP CERTIFICATE WAS RECORDED ON September 22 19 82 WITH THE see attachmen  
 RECORDER OF San Mateo COUNTY. FILE OR RECORDATION NUMBER 82-081501 for amendme

**9. NAMES AND ADDRESSES OF ALL GENERAL PARTNERS: (CONTINUE ON SECOND PAGE, IF NECESSARY)**  
 NAME: S.F.B.A., INC., a California Corporation  
 ADDRESS: 1050 Ralston Avenue  
 CITY: Belmont, California STATE ZIP CODE 94002

**9A.**  
 NAME: ---  
 ADDRESS: ---  
 CITY: STATE ZIP CODE

**9B.**  
 NAME: ---  
 ADDRESS: ---  
 CITY: STATE ZIP CODE

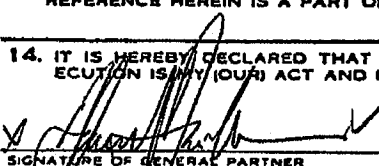
**10. NAME AND ADDRESS OF AGENT FOR SERVICE OF PROCESS**  
 NAME: Steven Kay, Esq.  
 ADDRESS: 100 The Embarcadero, Penthouse  
 CITY: San Francisco STATE CA ZIP CODE 94105

**11. TERM FOR WHICH THIS PARTNERSHIP IS TO EXIST**  
 12-31-2020

**12. FOR THE PURPOSE OF FILING AMENDMENTS, DISSOLUTION AND CANCELLATION CERTIFICATES PERTAINING TO THIS CERTIFICATE, THE**  
 ACKNOWLEDGMENT OF  GENERAL PARTNERS IS REQUIRED.

**13. ANY OTHER MATTERS THE GENERAL PARTNERS DESIRE TO INCLUDE IN THIS CERTIFICATE MAY BE NOTED ON SEPARATE PAGES AND I**  
 REFERENCE HEREIN IS A PART OF THIS CERTIFICATE. NUMBER OF PAGES ATTACHED

**14. IT IS HEREBY DECLARED THAT I AM (WE ARE) THE PERSON(S) WHO EXECUTED THIS CERTIFICATE OF LIMITED PARTNERSHIP, WHICH E**  
 ECUTION IS (MY (OUR) ACT AND DEED (SEE INSTRUCTIONS)

|  |                      |                              |      |
|--|----------------------|------------------------------|------|
|  | 6/29/84              |                              |      |
| SIGNATURE OF GENERAL PARTNER   | DATE                 | SIGNATURE OF GENERAL PARTNER | DATE |
| HOWARD FRIEDMAN, V.P.  |                      |                              |      |
| S.F.B.A., INC., a Calif. Corp.   |                      |                              |      |
| SIGNATURE OF GENERAL PARTNER   | DATE                 | SIGNATURE OF GENERAL PARTNER | DATE |
| SIGNATURE OF OTHER THAN GENERAL PARTNER  | TITLE OR DESIGNATION | DATE                         |      |

**15. THIS SPACE FOR FILING OFFICER**  
 USE (FILE NUMBER, DATE OF FILING)  
 8421200003

**16. RETURN ACKNOWLEDGMENT TO:**  
 NAME [ Bay Area Football Partners, Ltd. ]  
 ADDRESS [ c/o Steven Kay, Esq. ]  
 CITY AND STATE [ 100 The Embarcadero, Penthouse ]  
 [ San Francisco, California 94105 ]  
 ZIP CODE [ ]

**FILED**  
 In the office of the Secretary of State  
 of the State of California  
 JUL 26 1984  
 March Fong Eu  
 MARCH FONG EU  
 SECRETARY OF STATE

**ATTACHMENT TO  
CERTIFICATE OF LIMITED PARTNERSHIP--FORM LP-1**

8.

**THE ORIGINAL LIMITED PARTNERSHIP CERTIFICATE WAS AMENDED  
AND RECORDED AS FOLLOWS:**

First Amendment February 15, 1983, San Mateo 83-014378

Second Amendment June 26, 1983, San Mateo 83-064671

Third Amendment November 14, 1983, San Mateo 83-125175

8421200003



State of California  
 March Fong Eu  
 Secretary of State

Form LP-

**CERTIFICATE OF DISSOLUTION—LIMITED PARTNERSHIP**  
**IMPORTANT—Read instructions on back before completing this form**

This Certificate is presented for filing pursuant to Section 15623, California Corporations Code.

|   |   |
|---|---|
| 1. SECRETARY OF STATE FILE NO.<br>(ORIGINAL CERTIFICATE—FORM LP-1)<br><b>8421200003</b>                     | 2. NAME OF LIMITED PARTNERSHIP<br><b>Bay Area Football Partners, LTD.</b> |
| 3. THIS LIMITED PARTNERSHIP IS DISSOLVED EFFECTIVE:<br>MONTH <b>December</b> DAY <b>31</b> YEAR <b>1988</b> |   |
| 4. THE EVENT(S) CAUSING THE DISSOLUTION OF THIS LIMITED PARTNERSHIP IS (ARE):                               |   |

- A.  TERM EXPIRED OR HAPPENING OF EVENT(S) SPECIFIED IN PARTNERSHIP AGREEMENT
- B.  WRITTEN CONSENT OF ALL GENERAL PARTNERS AND A MAJORITY IN INTEREST OF THE LIMITED PARTNERS
- C.  THERE ARE NO GENERAL PARTNERS TO CONTINUE THE BUSINESS OF THE LIMITED PARTNERSHIP
- D.  ENTRY OF A DECREE OF JUDICIAL DISSOLUTION. CORPORATIONS CODE SECTION 15682
- E.  OTHER EVENT(S) CAUSING THE DISSOLUTION OF THIS LIMITED PARTNERSHIP: (DESCRIBE BELOW. CONTINUE ON SEPARATE PAGE, IF NECESSARY.) \_\_\_\_\_

5. ANY OTHER MATTERS TO BE INCLUDED IN THIS CERTIFICATE MAY BE NOTED ON SEPARATE PAGES AND BY REFERENCE HEREIN ARE A PART OF THIS CERTIFICATE.

TOTAL NUMBER OF PAGES ATTACHED:

6. IT IS HEREBY DECLARED THAT I AM (WE ARE) THE PERSON(S) WHO EXECUTED THIS CERTIFICATE OF DISSOLUTION WHICH EXECUTION IS MY (OUR) ACT AND DEED. (SEE INSTRUCTIONS)

**S.F.B.A., Inc., General Partner**

By: Thaddeus N. Taube SIGNATURE \_\_\_\_\_

Its: **President** DATE **1/31/89** POSITION OR TITLE \_\_\_\_\_ DATE \_\_\_\_\_

SIGNATURE \_\_\_\_\_ POSITION OR TITLE \_\_\_\_\_ DATE \_\_\_\_\_

THIS SPACE FOR FILING OFFICER USE  
(DATE OF FILING)

**8421200003**

**FILED**  
 in the office of the Secretary of State  
 of the State of California

**FEB 17 1989**

*March Fong Eu*  
**MARCH FONG EU**  
 SECRETARY OF STATE

7. RETURN ACKNOWLEDGEMENT TO:

NAME **Lisa Hayhurst Stalteri, Esq.**

ADDRESS **Greene, Radovsky, Maloney & Share**

CITY **One Market Plaza, 4200 Spear**

STATE **Steet Tower**

ZIP CODE **San Francisco, CA 94105**