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120 DAYS NET
TALLAHASSEE, FL 32302
904-222-0171
904-222-0191 FAX



ACCOUNT NO. : 072100000032
REFERENCE : 096090 89168A
AUTHORIZATION :
COST LIMIT : \$ PPD

ORDER DATE : September 24, 1996
ORDER TIME : 9:55 AM
ORDER NO. : 096090
CUSTOMER NO: 89168A
CUSTOMER: Mr. Richard W. Blyler
BAY RESOURCES INCORPORATED
11880 28th Street North
Saint Petersburg, FL 33716

FILED
56 SEP 24 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CM
\$1785.00-FF
\$2.50 CC

DOMESTIC FILING

NAME: THE CASUCCI FAMILY
LIMITED PARTNERSHIP

800001962048
-10/01/96--01182--020
***1837.50 ***1837.50

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

RECEIVED
96 SEP 24 PM 12:17
DIVISION OF CORPORATION

Certificate of the Casucci Family Limited Partnership

THIS CERTIFICATE is executed on this 23 day of SEPTEMBER, 1996 with respect to the agreement of **THE CASUCCI FAMILY LIMITED PARTNERSHIP**. ("the partnership").

1. **Name.** The partnership's name is **THE CASUCCI FAMILY LIMITED PARTNERSHIP**.
2. **Registered Agent.** The address of the office and the name and address of the agent for service of process required to be maintained by s. 620.105, Florida Statutes, is:

CASS T. CASUCCI, Registered Agent
11880 28th Street North
St. Petersburg, Florida 33716

3. **General Partners.** The name and business address of each general partner is:

CASS T. CASUCCI, General Partner
11880 28th Street North
St. Petersburg, Florida 33716

CASUCCI ENTERPRISES, INC., General Partner,
a Florida corporation in good standing,
Cass T. Casucci, Chairman and President
11880 28th Street North
St. Petersburg, Florida 33716

4. **Partnership's Business.** The Partnership is formed to own and manage certain real and personal property, tangible and intangible, as the General Partners may acquire for the Partnership, for the purpose of conducting one or more businesses involved in: (a) the sale and leasing of computer equipment and related services; and/or (b) any other legal business.
5. **Specified Office.** The post office address of the office at which its records are kept is:

Casucci Family Limited Partnership
11880 28th Street North
St. Petersburg, Florida 33716

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

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6. **Dissolution.** The date on which the limited partnership is to be dissolved and its affairs wound up is thirty-five (35) years from the date on which the certificate of limited partnership for the Partnership is filed with the Florida Department of State.
7. **Capital Contributions.** Attached hereto and incorporated herein is the affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners.

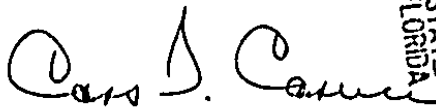
IN WITNESS WHEREOF, the undersigned representing all of the general partners of the Casucci Family Limited Partnership have signed and sealed this certificate, on the day and year first above written.



CASS T. CASUCCI, individually

General Partner

CASUCCI ENTERPRISES, INC.

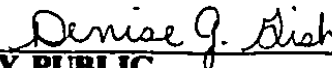


CASS T. CASUCCI, Chairman & President

General Partner

State of Florida
County of Hillsborough

I Hereby Certify that on this 23rd day of September, 1996, the foregoing certificate of limited partnership was acknowledged before me by **CASS T. CASUCCI**, individually and as Chairman and President of Casucci Enterprises, Inc., in each of these all these capacities as a General Partner under the Casucci Family Limited Partnership Agreement, who is personally known to me or who produced a driver's license as identification and who did take an oath.



NOTARY PUBLIC

Print or Stamp Name: Denise J. Gish

My Commission Expires:



DENISE J GISH
My Commission OC981732
Expires Apr 30, 2000

**Affidavit of Capital Contribution
to the
Casucci Family Limited Partnership**

**State of Florida
County of Hillsborough**

BEFORE ME, the undersigned authority, personally appeared **CASS T. CASUCCI**, individually and as President and Chairman of Casucci Enterprises, Inc. who collectively are all of the general partners of the Casucci Limited Partnership. **CASS T. CASUCCI**, in all such capacities being duly sworn, deposes and states as follows:

1. **General Partners.** The name and business address of each general partner is:

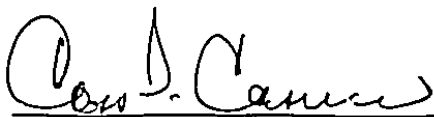
CASS T. CASUCCI, General Partner
11880 28th Street North
St. Petersburg, Florida 33716

CASUCCI ENTERPRISES, INC., General Partner
a Florida corporation in good standing
Cass T. Casucci, Chairman and President
11880 28th Street North
St. Petersburg, Florida 33716

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

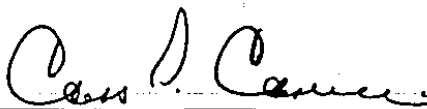
2. The amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners is **FIVE HUNDRED SEVENTY EIGHT THOUSAND TWO HUNDRED DOLLARS AND 00/100 CENTS (\$578,200.00)**.
3. Further, affiant sayeth not.

CASUCCI ENTERPRISES, INC.



CASS T. CASUCCI, individually

General Partner



CASS T. CASUCCI, Chairman & President
of Casucci Enterprises, Inc.

General Partner

Affidavit
Page Two

State of Florida
County of Hillsborough

I **Whereby Certify** that on this 23rd day of September, 1996, the foregoing Affidavit of Capital Contribution to the Casucci Family Limited Partnership was acknowledged before me by **CASS T. CASUCCI**, individually and as Chairman and President of Casucci Enterprises, Inc., in each of these all these capacities as a General Partner under the Casucci Family Limited Partnership Agreement, who is personally known to me or who produced a driver's license as identification and who did take an oath.

Denise J. Gish
NOTARY PUBLIC

(Seal)

My Commission Expires:

Print or Stamp Name: Denise J. Gish



DENISE J GISH
My Commission OCBS1738
Expires Apr 30, 2000

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96 SEP 24 PM 3:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Certificate of Designation of
Registered Agent/Registered Office**

Pursuant to the provisions of sections 620.105, Florida Statutes, the Casucci Family Limited Partnership, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. **Name.** The partnership's name is **THE CASUCCI FAMILY LIMITED PARTNERSHIP.**
2. **Registered Agent.** The address of the office and the name and address of the agent for service of process required to be maintained by s. 620.105, Florida Statutes is:

CASS T. CASUCCI, Registered Agent
11880 28th Street North
St. Petersburg, Florida 33716

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



CASS T. CASUCCI, Registered Agent

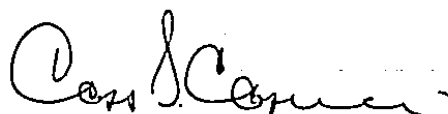
Date: Sept. 23, 1996

CASUCCI ENTERPRISES, INC.



CASS T. CASUCCI, individually

General Partner



CASS T. CASUCCI, Chairman & President

General Partner