

A99000000256

TO REGISTRATION - FILING DEPARTMENT OF LIMITED P'SHIPS

Please find the certificate, affidavit and acceptance of registered agent for the new Limited Partnership.

Also, please find a check for \$141.25. If this is not the appropriate amount of payment or if you have any other questions, please call me.


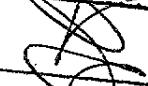

Sincerely



**Randall W. Drew
727-347-4909**

5533 Central Ave Ste B
St. Petersburg, FL 33710

300002771313--7
-02/10/99--01041--003
***141.25 ***141.25

Name	
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

99 FEB 10 PM 1:07

SECRETARY OF STATE
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP OF
E-STAY.COM, LTD.**

THIS CERTIFICATE OF LIMITED PARTNERSHIP OF E-STAY.COM, LTD. (the "Partnership") is being executed by the undersigned for the purpose of forming a Limited Partnership pursuant to the Florida Revised Uniform Limited Partnership Act.

- FIRST:** The name of the Limited Partnership is E-STAY.COM, LTD.
- SECOND:** The address of the office of the Partnership where records will be maintained is 5533 Central Avenue, Suite B, St. Petersburg, Florida 33710.
- THIRD:** The name and address of the agent for service of process is Randall W. Drew, 5533 Central Avenue, St. Petersburg, Florida 33710.
- FOURTH:** The name, business address, and mailing address of each General Partner is as follows:

William W. Tarmann
905 S. Atlantic Ave.
Daytona Beach, Fl. 32118

Randall W. Drew, Trustee
Randall W. Drew Trust U/T/D 08/13/98
5533 Central Avenue, Suite B
St. Petersburg, Florida 33710

- FIFTH:** The mailing address of the Limited Partnership is 5533 Central Avenue, Suite B, St. Petersburg, Florida 33710. The mailing address and the principal place of business address are the same.
- SIXTH:** The latest date on which the Limited Partnership is to dissolve is December 31, 2020.

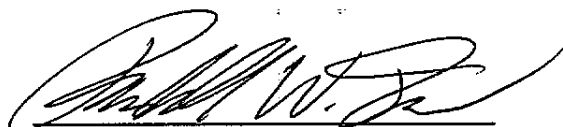
I, William W. Tarmann, the undersigned General Partner, declare under penalties of perjury that we have examined the foregoing and it is true, correct and complete.

DATED this 1st day of January, 1999.


WILLIAM W. TARMANN,
General Partner

I, Randall W. Drew, the undersigned General Partner, declare under penalties of perjury that we have examined the foregoing and it is true, correct and complete.

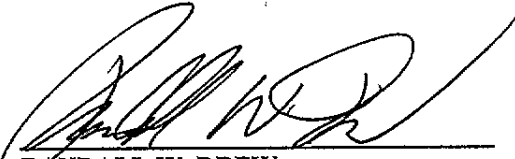
DATED this 1st day of January, 1999.


RANDALL W. DREW, Trustee
General Partner

99 FEB 10 PM 1:07
STATE OF FLORIDA
DIVISION OF REVENUE

**ACKNOWLEDGEMENT OF ACCEPTANCE OF APPOINTMENT
OF REGISTERED AGENT**

I HEREBY ACCEPT my appointment as Registered Agent of **E-STAY.COM, LTD.** ,and agree to act as such in accordance with the provisions of Sections 48.091 and 620192, Florida Statutes.



A handwritten signature in black ink, appearing to read 'Randall W. Drew', is written over a horizontal line.

RANDALL W. DREW
Registered Agent

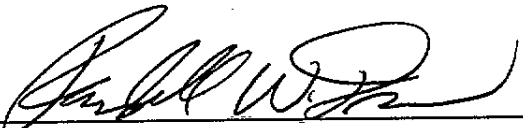
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

THE UNDERSIGNED, acting as General Partners of the **E-STAY.COM, LTD.**, a Florida Limited Partnership being formed pursuant to Florida Statute 620.108, do hereby, under penalty of perjury and the best of the undersigned's knowledge and belief, declare as follows:

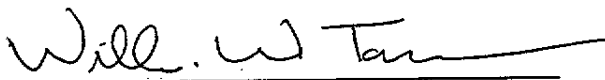
The amount of capital contributions to date of the Limited Partners is \$200.00 and the amount anticipated to be contributed in the future is \$200.00. The total amount of capital contribution is \$400.00.

FURTHER, the undersigned General Partners, declare under penalty of perjury that we have examined the foregoing and it is true and correct.

DATED this 1st day of January 1999.



RANDALL W. DREW, Trustee
General Partner



WILLIAM W. TARMANN
General Partner