

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 100 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

A97000002400

FILED
97 NOV -4 PM 12:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Uniway Computer
Associates, LTD.

J. FAX _____
FILING _____ \$2.50
R. GUEST FEE _____
C. COPY _____ \$2.50
TOTAL _____ 105.00
N. STATE _____
BALANCE DUE _____
REFUND _____

BK

11/4/97

Signature _____

Requested by: _____

Name _____

11/4
Date

10:15
Time

Walk-In _____ Will Pick Up _____

Art of Inc. File _____

✓ LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Trade/Service Mark _____ 300002340803--9

Merger File _____ -11/08/97--01105--013
****105.00 ****105.00

Art. of Amend. File _____

RA Resignation _____

Dissolution / Withdrawal _____

Annual Report / Reinstatement _____

Cert. Copy _____

✓ Photo Copy _____

Certificate of Good Standing _____

Certificate of Status _____

Certificate of Fictitious Name _____

Corp Record Search _____

Officer Search _____

Fictitious Search _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

RECEIVED
97 NOV -4 AM 10:41
DIVISION OF CORPORATION

CERTIFICATE OF FORMATION OF LIMITED PARTNERSHIP

OF

UNIWAY COMPUTER ASSOCIATES, LTD.
a Florida Limited Partnership

FILED
97 NOV -4 PM 12:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, being desirous of forming a Limited Partnership pursuant to the Florida Uniform Limited Partnership Act hereby make and sign the following certificate for that purpose:

ARTICLE 1.

The name under which the Limited Partnership is to be conducted is **UNIWAY COMPUTER ASSOCIATES, LTD.**

ARTICLE 2.

The purpose of the Limited Partnership shall be to engage in any or all lawful act, business or activity for which the partnership may exist under the provisions of the Florida Uniform Limited Partnership Act.

ARTICLE 3.

The address of the office and the mailing address of the Limited Partnership shall be:

**3231 Lake Shore Drive
Deerfield Beach, Florida 33442**

ARTICLE 4.

The name and address of the registered agent for service of process for the Limited Partnership shall be:

**George Befeler, Esq.
100 Southeast 2nd Street
37th Floor
Miami, Florida 33131**

ARTICLE 5.

The partnership shall commence on the date this Certificate is filed with the office of the Secretary of State, State of Florida and shall terminate on June 30, 2050 or upon such time as the Limited Partnership dissolves and winds up its affairs pursuant to the Florida Uniform Limited Partnership Act or the terms of the Agreement of Limited Partnership, whichever is earlier.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JAN 12 1967
5:12 PM
FILED

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99700000

October
November

BY: GUILHERME MONTEIRO DA COSTA,
President

REGISTERED AGENT:

GEORGE BEFELER, ESQ.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

Having duly been sworn according to law, we depose and certify that we are the general partner and the registered agent named in the foregoing Certificate of Formation of Limited Partnership and that the facts set forth therein are true and correct.

GENERAL PARTNER:

**UNIWAY COMPUTER ASSOCIATES,
INC., a Florida corporation**

BY: 
GUILHERME MONTEIRO DA COSTA,
President

(Seal)

REGISTERED AGENT:


GEORGE BEFELER, ESQ.

SWORN TO AND SUBSCRIBED before me on this 3 day of November,
1997.


Notary Public

Identification produced: Bank id
My commission expires: 3/29/2001

g:\lao\form.ltd



AFFIDAVIT OF CAPITAL CONTRIBUTION

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **GUILHERME MONTEIRO DA COSTA**, as President of **UNIWAY COMPUTER ASSOCIATES, INC.** (hereinafter referred to as the "General Partner") (hereinafter the General Partner and the limited partners shall be collectively referred to as the "Partners"), who after being duly sworn according to law, deposes and states as follows:

1. The Partners have formed a Limited Partnership known as **UNIWAY COMPUTER ASSOCIATES, LTD.**
2. The aggregate amount of the capital contribution of the Limited Partners to the Limited Partnership is Ten Thousand (\$10,000) Dollars (the "Capital Contribution"). The Limited Partners do not anticipate any additional amount to be contributed by them.
3. Each Limited Partner has contributed to the Limited Partnership in cash its Capital Contribution according to the percentage ownership interest of each Limited Partner as delineated in the Agreement of Limited Partnership.

UNIWAY COMPUTER ASSOCIATES, INC.,
a Florida corporation

BY: _____
GUILHERME MONTEIRO DA COSTA,
President

(Seal)

I HEREBY CERTIFY that on this day before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **GUILHERME MONTEIRO DA COSTA**, as President of **UNIWAY COMPUTER ASSOCIATES, INC.**, a Florida corporation, to me personally known to be the person described in or who produced Bank Id as identification and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State, this 3 day of October, 1997. November

NOTARY PUBLIC,

State of Florida at Large

My commission expires:

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