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Louis David

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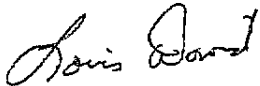
Florida Department of State
PO Box 6327
Tallahassee, Fl. 32314

Dear Sir or Madam:

Enclosed is an application for the formation of a Florida Limited partnership. The name of the contact person is Billy W. Freeman. His telephone number is 904-731-3682 and his address is 7806 Las Canas Court, Jacksonville, Fl. 32256.

Thank you for your assistance.

Sincerely yours,



Louis David

00 MAR - 1 02 1:00
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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CERTIFICATE OF LIMITED PARTNERSHIP

1. NET E-COM LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 7806 LAS CANAS COURT JACKSONVILLE FL 32256
(Business address of Limited Partnership)

3. BILLY W. FREEMAN
(Name of Registered Agent for Service of Process)

4. 7806 LAS CANAS COURT JACKSONVILLE FL 32256
(Florida street address for Registered Agent)

5. Billy W. Freeman
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 7806 LAS CANAS COURT JACKSONVILLE FL 32256
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 2010

8. Name(s) of general partner(s): _____ Street address: _____

Billy W. Freeman

7806 LAS CANAS COURT JAX FL 32256

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 15th day of MARCH, 19 2000

Signature of all general partners:

Billy W. Freeman
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

FILED IN STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 MAR - 1 PM 1:00

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of NET E-COM LTD.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 1,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 1,000.00.

Signed this 157 day of MARCH, 19 2000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Billy W. G.
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

00 MAR 17 PM 1:00
FLORIDA DEPT. OF STATE
DIVISION OF CORPORATIONS