



THE UNITED STATES
CORPORATION
COMMAND

A010000000102

ACCOUNT NO. : 072100000032

REFERENCE : 967484 7237357

AUTHORIZATION :

COST LIMIT : ~~\$67.50~~

Patricia Pujat

ORDER DATE : January 17, 2001

ORDER TIME : 2:10 PM

ORDER NO. : 967484-005

CUSTOMER NO: 7237357

CUSTOMER: Mr. Leowa Grober
The Wallstreet Capital Fund
"ltd"
Suite 205-b
7025 Bera Casa Way
Boca Raton, FL 33433

DOMESTIC FILING

NAME: THE WALLSTREET CAPITAL FUND
"LTD"

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom - EXT. 1104

EXAMINER'S INITIALS:

FILED
01 JAN 17 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
01 JAN 17 PM 3:12
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

700003552697--2

BR 1/17



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 18, 2001

TAMARA ODOM
CSC
TALLAHASSEE, FL

SUBJECT: THE WALLSTREET CAPITAL FUND LTD.
Ref. Number: W01000001351

We have received your document for THE WALLSTREET CAPITAL FUND LTD. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

The limited partnership name designated in the document is not available since it is the same as, or not distinguishable from the name of another entity on file with this office. Please select a new name and make the substitution in all the appropriate places.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 401A00002810

01 JAN 17 AM 8:24
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
Please give original
submission date as file date.

RECEIVED
01 JAN 18 PM 3:15
DIVISION OF CORPORATIONS
FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

1. The Wallstreet Capital Management Fund "Ltd"
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 7025 Bera Casa way ste 205-B Boca Raton, FL 33433
(Business address of Limited Partnership)
3. Leowa Grober
(Name of Registered Agent for Service of Process)
4. 7025 Bera Casa Way Ste 205-B Boca Raton, FL 33433
(Florida street address for Registered Agent)
5. By: [Signature]
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 7025 Bera Casa Way Ste 205-B Boca Raton, FL 33433
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 2030
8. Name(s) of general partner(s): _____ Street address: _____

The Wall Street Group Inc. 9455 Boca Gardens
Circle Unit D
Boca Raton FL 33486

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 16 day of January, 2001.

Signature of all general partners:

[Signature]
General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

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

FILED
01 JAN 17 AM 9:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned constituting all of the general partners of

The Wallstreet Capital Management Fund "Ltd"

a Florida Limited Partnership, certify:


The amount of capital contributions to date of the limited partners is \$ 100.00

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 50,000⁰⁰

Signed this 16th day of January, 2001

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.*



General Partner

General Partner

General Partner

General Partner

General Partner

General Partner