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BURT & FEATHER, P.A.
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Theodore M. Burt
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January 30, 2001

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Securities-OP, LTD.

100003617731--8
-01/31/01--01053--004
****358.75 ****358.75

Gentlemen:

Please be advised that Securities-OP, LTD wishes to be accepted as a Florida Limited Partnership. Accordingly, you should find enclosed herewith the Certificate of Limited Partnership, as well as the Affidavit of Capital Contributions.


Also enclosed is our check in the amount of \$358.75 to cover the following:

Filing Fee	\$ 315.00
Designation of Registered Agent	35.00
Certificate Under Seal After Reg	8.75
	\$ 358.75

FILED
JAN 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Thank you for your attention to this request.

Yours truly,


Theodore M. Burt

TMB/sh

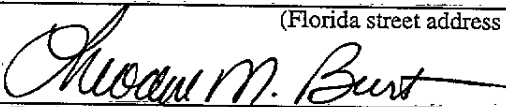
Enclosures

xc: James Zimmerman, General Partner

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OK

CERTIFICATE OF LIMITED PARTNERSHIP

1. Security-OP, LTD.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 611 SW 27th Court, Gainesville, Florida 32601
(Business address of Limited Partnership)
3. Theodore M. Burt
(Name of Registered Agent for Service of Process)
4. 114 NE First Street, Trenton, Florida 32693
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 611 SW 27th Court, Gainesville FL 32601
(Mailing Address of the Limited Partnership)

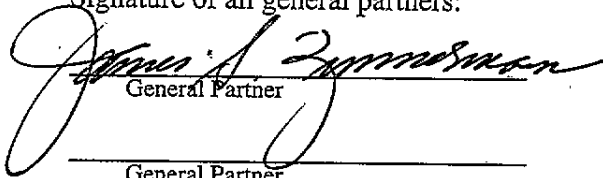
7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/25
8. Name(s) of general partner(s): _____ Street address: _____

James S. Zimmerman 611 SW 27th Ct, Gainesville FL 32601

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 30th day of January, 2001

Signature of all general partners:


General Partner

General Partner

General Partner

General Partner

General Partner

General Partner

FILED
01 JAN 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, being the general partner of **SECURITIES-OP, LTD**, a Florida Limited Partnership, certifies:

The amount of capital contributions to date of the limited partners is \$ 44,500.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 44,500.00.


FURTHER AFFIANT SAYETH NOT.

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


James S. Zimmerman,
General Partner

The foregoing instrument was acknowledged before me this 30th day of January, 2001, by **JAMES S. ZIMMERMAN**, on behalf of **SECURITIES-OP, LTD**, a Limited Partnership. He is personally known to me.




NOTARY PUBLIC

My Commission Expires:

9040-002sh

FILED
JAN 31 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA