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LAW OFFICES OF
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October 12, 2001

Department of State
Div. of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

Re: Filing of Certificate of Limited Partnership of
CAPSTONE ASSOCIATED SERVICES, LTD.

Gentlemen:

A01-1411

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-10/17/01--01006--002
****140.00 ****140.00

Enclosed for filing are the following documents for filing:

1. The executed original of the Certificate of Limited Partnership of Capstone Associated Services, Ltd. and of Affidavit of Capital Contributions, and
2. Our check in the amount of \$140.00 for filing of the Certificate of Limited Partnership of Capstone Associated Services, Ltd. (\$52.50), Registered Agent Designation (\$35), and a Certified Copy (\$52.50).

Please approve and file the enclosed Certificate of Limited Partnership, and return to us your certificate of filing with one counterpart of the Certificate of Limited Partnership bearing your file mark. PLEASE NOTE: THE ARTICLES OF INCORPORATION OF CAPSTONE HOLDINGS (FLORIDA) CORP., THE SOLE GENERAL PARTNER, ARE FILING CONCURRENTLY WITH THIS CERTIFICATE OF LIMITED PARTNERSHIP. PLEASE VERIFY THAT THEY HAVE FILED BEFORE THIS DOCUMENT IS PLACED OF RECORD.

Thank you for your assistance.

Very truly yours,

Stewart A. Feldman

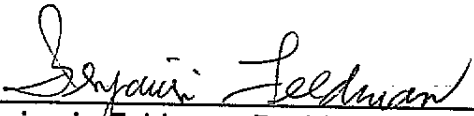
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
OCT 16 PM 12:01

CERTIFICATE OF LIMITED PARTNERSHIP OF CAPSTONE ASSOCIATED SERVICES, LTD.

1. **Name:** CAPSTONE ASSOCIATED SERVICES, LTD.
2. **Business Address of Limited Partnership:**

3178 Via Poinciana, No. 109
Lake Worth, FL 33467.
3. **Name of the Registered Agent:** The name of its proposed registered agent for service of process at such address is Benjamin Feldman.
4. **Address of the Registered Agent:** The street address of the registered agent is 3178 Via Poinciana, No. 109, Lake Worth, FL 33467.
5. **Registered Agent's Acceptance of Designation:** I, Benjamin Feldman, accept my designation as the Florida registered agent of Capstone Associated Services, Ltd.

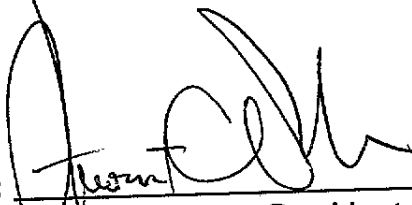

Benjamin Feldman, Resident Agent
6. **Mailing Address of Limited Partnership:** 3178 Via Poinciana, No. 109, Lake Worth, FL 33467.
7. **Date of Dissolution:** The latest date upon which the Limited Partnership is to be dissolved is January 1, 2050. PO 1-100970
8. **Name and Address of General Partner:** The name, the mailing address, and the street address of the general partner is Capstone Holdings (Florida) Corp., c/o Benjamin Feldman, 3178 Via Poinciana, No. 109, Lake Worth, FL 33467.

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DIVISION OF CORPORATIONS
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Under 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.

Signed this 12th day of October, 2001.

CAPSTONE HOLDINGS (FLORIDA) CORP., a
Florida corporation, sole General Partner

By: 
Stewart A. Feldman, President

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

The undersigned constituting the sole general partner of Capstone Associated Services, Ltd., a Florida limited partnership, certify:

The amount of capital contributions to date of the limited partnership is \$5,000.00. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$5,000.00.

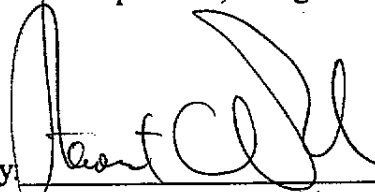
Signed this 12th day of October, 2001.

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.

**Capstone Holdings (Florida) Corp., a
Florida corporation, sole general partner**

By


Stewart A. Feldman, President

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