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Daniel S. Friebis & Associates

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Florida Department of State Division of Corporations Partnership Section 409 E. Gaines Street Tallahassee, FL 32399

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**Re:** ECH ENTERPRISES, LTD.

Dear Sirs/Mesdames:

## Enclosed are:

- 1. Original and one copy of Certificate of Limited Partnership for ECH ENTERPRISES, LTD.;
- 2. Original and one copy of Affidavit of Capital Contribution for Florida Limited Partnership;
- 3. Check No. \_\_\_\_ drawn on our Trust Account, payable to Florida Department of State in the sum of \$1,846.25 representing fees as follows:

a.	\$1,750.00	Filing Fee
Ъ.	\$ 8.75	Certificate under seal
c.	\$ 52.50	Certified copy of Certificate
d.	\$ 35.00	Designation of Registered Agent

Please return all certified copies to the undersigned in the enclosed, self-addressed stamped envelope. If you have any questions, please call me.

UZ JAN 31 AH 9: 28 SEGRETARY OF STATE TALL ABASSEE, FI OFFIGE

Taxes/Investment/ Insurance 3890 Turtle Creek Dr. Suite B-1 Port Orange, FL 32127 386/788-6057 FAX 386/767-1489 EMAIL: dan@kyrstin.net www.friebis.com

www.kyrstin.net

## CERTIFICATE OF LIMITED PARTNERSHIP

Name of Limited Partnership; must contain a suf	ffix such as "Limited", "Ltd.", or "Limited Partnership")			
3890 Turtle Creek Drive, Suite B-1, Port Orange, Florida 32127				
(Business address of Daniel S. Frebis				
(Name of Registered Agen	nt for Service of Process)	-		
3890 Turtle Creek Drive, Suite B-1, Port Oran		¥ 131		
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	nation as Registered Agent for Service of Process)			
5. 3890 Turtle Creek Drive, Suite B-1, Port Oran (Mailing Address of th	e Limited Partnership)	4 - 44		
7. The latest date upon which the Limited Partne	ership is to be dissolved is: September 30, 2050			
Name(s) of general partner(s):	Street address:			
Management Advisors, L.L.C.	3890 Turtle Creek Drive, Suite B-1 Port Orange, Florida 32127			
Under penalties of perjury, I (we) declare that I (w hereof and that the facts stated herein are true a	we) have read the foregoing and know the contents of th			
Signed this 29th day of January				
Signature of all general partners:	9: 2 STAT LORI			
MARIN	Management Advisors, L.L.C.			
General Partner	By: MANAGER  Print Name: DANIEL S. Friebis  Title: G.P. MANAGER	<u> </u>		
General Partner	General Partner	e - •		

## AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general p	artners of ECH ENTERPRISES, LTD., a Florida
Limited Partnershp, certify:	
	,
The amount of capital contributions to date of the	e limited partners is \$_\mathcal{J}, 500,000.00
	•
The total amount contributed and anticipated to l	be contributed by the limited partners at this time
totals \$ 3,500,000.00	
Signed this 29th day of Tawaney	, 2002.
FURTHER AFFIANT SAYETH NOT.	
Under the penalties of perjury I (we) declare that I (thereof and that the facts stated herein are true an	(we) have read the foregoing and know the contents d correct.
Madda	Management Advisors, L.L.C.
General Partner	By: Managee  Print Name: DANIEL 5. FRIEBS  Title: G. P. Managee
	Title: G.P. MANAGER
	General Partner
General Partner	General Falulei