Certificate of Limited Partnership

A02000000224 FILED February 20, 2002 Sec. Of State

Name of Limited Partnership

NETWORK CAPITAL PARTNERS LTD.

Business Address of Limited Partnership

805 EAST HILLSBORO BLVD. 103 DEERFIELD BEACH, FL. US 33441

Mailing Address of Limited Partnership

805 EAST HILLSBORO BLVD. 103 DEERFIELD BEACH, FL. US 33441

The name and Florida street address of the registered agent is:

EDWARD D ARIOLI 805 EAST HILLSBORO BLVD. 103 DEERFIELD BEACH, FL. US 33441

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: EDWARD D ARIOLI

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

DECEMBER 31, 2005

The name address of all general partners are:

Title: G EDWARD D ARIOLI 805 EAST HILLSBORO BLVD. DEERFIELD BEACH, FL. US 33441

Title: G MICHAEL SWADER 805 EAST HILLSBORO BLVD. DEERFIELD BEACH, FL. US 33441

Affidavit of Capital Contributions For Florida Limited Partnership

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The undersigned constituting all of the general partners of:

NETWORK CAPITAL PARTNERS 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:

100.00

Signed this Twentieth day of February, 2002

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

General Partner Signature: EDWARD D. ARIOLI

General Partner Signature: MICHAEL SWADER