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STEVEN E. WALLACE
5780 Lakeside Drive#910
Margate, Florida 33063
(954) 986-7059

FILED
2002 MAY 13 PM 4:24
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May 8, 2002

VIA FEDERAL EXPRESS
Florida Department of State
Registration Section
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

200005508512--8
-05/14/02--01006--010
***108.50 ***87.50

Re: BBSW Holdings, Inc. and Beacon Business Resources, L.P.

Gentlemen:

Enclosed please find the following:

- 1) An original and one (1) copy of the Articles of Incorporation for BBSW Holdings, Inc.
- 2) An original and one (1) copy of the Certificate of Limited Partnership and Affidavit of Capital Contribution for Beacon Business Resources, L.P.
- 3) A check in the amount of \$70 made payable to the Florida Department of State.
- 4) A check in the amount of \$108.50 made payable to the Florida Department of State
- 5) A self-addressed stamped envelope to returned a file-stamped copy of the formation documents for the corporation and limited partnership.

My name, address, and telephone number is referenced above.

Very truly yours,



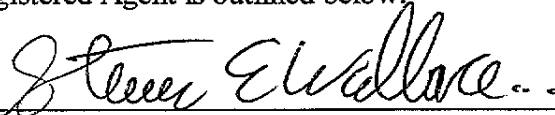
Steven E. Wallace

J. BRYAN MAY 2 U 2002

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BEACON BUSINESS RESOURCES, L.P.**

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1. The name of the Limited Partnership is Beacon Business Resources, L.P.
2. The business address of the Limited Partnership is 5780 Lakeside Drive #910, Margate, Florida 33063.
3. The name of Registered Agent for Service of Process is Steven E. Wallace.
4. The Florida street address for Registered Agent is 5780 Lakeside Drive #910, Margate, Florida 33063.
5. The signature of Registered Agent is outlined below:



Steven E. Wallace

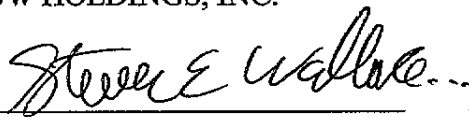
6. The mailing address of the Limited Partnership is 5780 Lakeside Drive #910, Margate, Florida 33063.
7. The latest date upon which the Limited Partnership to be dissolved is January 1, 2099.
8. The name and street address of the General Partner is BBSW Holdings, Inc., 5780 Lakeside Drive #910, Margate, Florida 33063. #PL2000053729

Under penalties of perjury, the undersigned has read the foregoing and knows the contents thereof and that facts stated herein are true and correct.

Signed this 8th day of May, 2002.

GENERAL PARTNER

BBSW HOLDINGS, INC.

By: 

Steven E. Wallace, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR BEACON BUSINESS RESOURCES, L.P.**

The undersigned consisting of all of the general partners of Beacon Business Resources, L.P., a Florida Limited Partnership, certifies:

The amount of capital contribution to date of the limited partners is \$1.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$3000.00.

Signed this 8th day of May, 2002.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, the undersigned has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

GENERAL PARTNER

BBSW HOLDINGS, INC.

By: 

Steven E. Wallace, President

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