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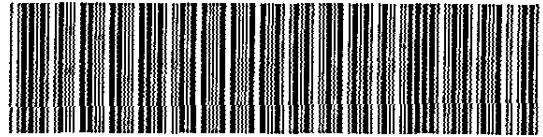
(Business Entity Name)

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TALLAHASSEE, FLORIDA

4/29
CUST



Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

April 24, 2002

SUBJECT: MAGELLAN GROUP LIMITED

Enclosed is an original and one (1) copy of the CERTIFICATE OF LIMITED PARTNERSHIP and AFFIDAVIT OF CAPITAL CONTRIBUTIONS for MAGELLAN GROUP LIMITED, a Florida limited partnership, and a check for One Thousand Seven Hundred Ninety Three Dollars and Seventy Five cents.

FROM: Amanda Vaughan
Magellan Group

701 Park of Commerce Blvd., Suite 100
Boca Raton, FL 33487

Tel: 561 998-4744 (x103)
Fax: 561 998-4743

Amanda Vaughan

Enclosure

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TALLAHASSEE, FLORIDA

NB. \$1750.00 for amt. anticipated to be contributed)
\$ 35.00 (registration of registered agent)
\$ 8.75 (certificate requested)
\$ 1793.75 ENCLOSED.

CERTIFICATE OF LIMITED PARTNERSHIP

1. Name of Limited Partnership: MAGELLAN GROUP LIMITED.
2. Business address of Limited Partnership: 701 Park of Commerce Blvd., Suite 100, Boca Raton, FL 33487.
3. Name of Registered Agent for Service of Process: Amanda J. Vaughan
4. Florida Street Address of Registered Agent: 701 Park of Commerce Blvd., Suite 100, Boca Raton, FL 33487.
5. Signature of Registered Agent: Amanda Vaughan
By Signing Above I hereby accept the duties and responsibilities of Registered Agent for the above named Limited Partnership.
6. Mailing Address of Limited Partnership:
701 Park of Commerce Blvd., Suite 100, Boca Raton, FL 33487.
7. Latest date on which the Limited Partnership is to be dissolved is: 12/31/2102.
8. Name of General Partner: MAGELLAN GROUP LLC.

Street address of General Partner:

701 Park of Commerce Blvd., Suite 100
Boca Raton, FL 33487

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 22nd day of April, 2003.

Signature of General Partner:
FOR: MAGELLAN GROUP LLC

William J. Polyi
By: William J. Polyi (as Vice President)

03 APR 28 AM 9:03

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR MAGELLAN GROUP LIMITED
A FLORIDA LIMITED PARTNERSHIP**

The undersigned, constituting all of the General Partners of Magellan Group Limited, a Florida Limited Partnership, certifies:

The amount of capital contributions to date of the limited partners is Ninety Seven Thousand Five Hundred Dollars (US \$97,500.00).

The total amount contributed and anticipated to be contributed (in yearly installments over the next three (3) years) by the limited partners at this time totals Two Hundred Ninety Two Thousand Five Hundred Dollars (US \$292,500.00).

Signed this 22nd day of April, 2003.

FURTHER AFFIANT SAYETH NOT.

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.

Signature of General Partner:

FOR: MAGELLAN GROUP LLC

BY: William J. Polyi
William J. Polyi, (as Vice President).

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