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Tuesday, July 13, 2004

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

Dear Sirs:

I have enclosed the following documents and corresponding fees for Athena Funding Group VII, LLLP:

Certificate of Limited Partnership And Designation of registered agent		\$ 35.00
Statement of qualification for Florida Limited Liability Limited Partnership		\$ 25.00
Affidavit of Capitol Contributions		\$490.00
We request a Certificate of Status.		\$ 8.75
Fictitious Name Registration		\$ 50.00
	Total	\$608.75

Please note the effective date for all enclosures is July 15, 2004. Should you have any questions or concerns, feel free to contact me directly at (813) 987-9500.

Sincerely,

Michael J. Weinard

President, Athena Funding Group, Inc.,

General Partner of Athena Funding Group VII, LLLP.

STATEMENT OF QUALIFICATION FOR FLORIDA LIMITED LIABILITY LIMITED PARTNERSHIP

FILED

- 1. The name of the limited partnership including the adopted suffix as will be identified in the records of the Florida Department Of State is: ATHENA FUNDING GROUP OCT | A 8: VII, LLLP. The Certificate of Limited Partnership, Affidavit of Capitol Contributions for a Limited Liability Limited Partnership, and the applicable filing fees are TALLAHASSEE. FLORI attached.
- 2. The address of the partnership is: 5035 East Busch Blvd., Suite #5, Tampa, Florida 33617.
- 3. The name and address of the partnership's agent for service of process is: Michael J. Weinard, 5035 East Busch Blvd., Suite #5, Tampa, Florida 33617.
- 4. The effective date of this filing shall be the 15TH day of July, 2004.

The limited partnership, Athena Funding Group VII, LLLP, hereby elects to be a limited liability limited partnership pursuant to the laws of the State of Florida.

Executed this 12th day of July, 2004, as affirmation under penalties of perjury that the facts stated herein are true.

Michael J. Weinard, President Athena Funding Group, Inc. General Partner of Athena Funding Group VII, LLLP

The foregoing instrument was acknowledged before me this this 12th day of July, 2004, by Michael J. Weinard as President of ATHENA FUNDING GROUP, INC., Florida Corporation, on behalf of the corporation, as General Partner of ATHENA FUNDING GROUP VII, LLLP, a Florida limited liability limited partnership. He is personally known to me.

Notary Public, State of Florida

Robert I Schmitz

