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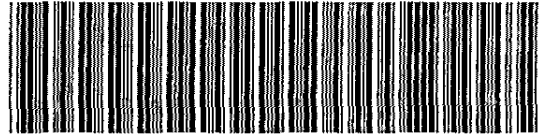
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2005 FEB 21 AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Landis & Mallinger, P.L.

Attorneys at Law

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February 18, 2005

VIA FEDEX PRIORITY OVERNIGHT

New Filing Section
Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee FL 32314

RE: MARTEL ARMS DEVELOPMENT PARTNERS I, LTD.

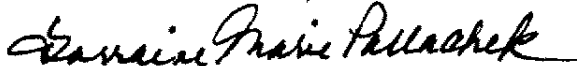
Dear Sir or Madam:

Enclosed herewith please find the original, executed Certificate of Limited Partnership, Acceptance of Appointment as and Affidavit Capital Contributions regarding the above-referenced Florida limited partnership and our check in the amount of \$96.25, representing the filing fee for same and the cost of a Certificate of Status. Please process the enclosures at your earliest convenience and forward copies of the filed instruments and a Certificate of Status to the undersigned as soon thereafter as possible.

Thank you for your anticipated attention to the foregoing. Please feel free to contact the undersigned should you have any questions.

Very truly yours,

LANDIS & MALLINGER, P.L.



Lorraine Marie Pollachek
Legal Assistant to Martin R Mallinger

/Imp
Encl.
(B-050116) SECRETARY OF STATE FL

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AM 10:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MARTEL ARMS DEVELOPMENT PARTNERS I, LTD.
A Florida Limited Partnership**

The undersigned general partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620, of the Florida Statutes, hereby states the following:

1. The name of the Limited Partnership is MARTEL ARMS DEVELOPMENT PARTNERS I, LTD. (the "Partnership").

2. The address of the office of the Partnership is 1928 Thatch Palm Drive, Boca Raton, Florida 33432.

3. The name and address of the agent for service of process on the Partnership is Martel Arms Development Partners, Inc., 1928 Thatch Palm Drive, Boca Raton, Florida 33432.

4. The name and business address of each general partner is as follows:

Martel Arms Development Partners, Inc.
1928 Thatch Palm Drive
Boca Raton, Florida 33432
Document No. P05000020777

5. The mailing address of the Partnership is 1928 Thatch Palm Drive, Boca Raton, FL 33432.

6. The latest date upon which the Partnership will dissolve is December 31, 2010.

The execution of this Certificate by the undersign General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

This Certificate of Limited Partnership has been executed by the sole General Partner of MARTEL ARMS DEVELOPMENT PARTNERS I, LTD. this 17 day of FEBRUARY, 2005.

GENERAL PARTNER:

MARTEL ARMS DEVELOPMENT
PARTNERS, INC., a Florida corporation

BY: 

NAME: BARRY A. LEHMAN

TITLE: PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for MARTEL ARMS DEVELOPMENT PARTNERS I, LTD., a Florida limited partnership (the "Partnership"), in the foregoing Certificate of Limited Partnership, the undersigned corporation, on behalf of the Partnership, hereby agrees to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

MARTEL ARMS DEVELOPMENT
PARTNERS, INC., a Florida corporation

BY: 

NAME: BARRY A. LEHMAN

TITLE: PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

I, the undersigned, constituting the sole general partner of MARTEL ARMS DEVELOPMENT PARTNERS I, LTD., a Florida limited partnership, certify as follows:

1. The amount of capital contributions of the limited partners to date is \$100.00.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$7,500.00.

FURTHER AFFIANT SAYETH NAUGHT.

Executed this 17 day of FEBRUARY, 2005.

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged therein are true, to the best of my knowledge and belief.

GENERAL PARTNER:

MARTEL ARMS DEVELOPMENT
PARTNERS, INC., a Florida corporation

BY: 

NAME: BARRY A. LEHMAN

TITLE: PRESIDENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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