Certificate of Limited Partnership

Name of Limited Partnership:

CARECOINC HOLDINGS LTD

A05000000758 FILED April 15, 2005 Sec. Of State gharvey

Business Address of Limited Partnership:

1072 EGRET'S WALK CIRCLE 102 NAPLES, FL. 34108

1771 EES, 12. 31100

Mailing Address of Limited Partnership:

1072 EGRET'S WALK CIRCLE 102 NAPLES, FL. 34108

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

PAULETTE M ROY 1072 EGRET'S WALK CIRCLE 102 NAPLES, FL. 34108

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

Registered Agent Signature: PAULETTE M. ROY

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

PERPETUAL

The name and address of all general partners are:

Title: G RON G ROY 1072 EGRET'S WALK CIRCLE #102 NAPLES, FL. 34108

Title: G PAULETTE M ROY 1072 EGRET'S WALK CIRCLE #102 NAPLES, FL. 34108

The effective date for this Limited Partnership shall be:

04/15/2005

Affidavit of Capital Contributions For Florida Limited Partnership

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The undersigned constituting all of the general partners of: CARECOINC HOLDINGS LTD

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is:

0.00

The total amount contributed and anticipated to be contributed by the limited partners at this time totals:

0.00

Signed this Fifteenth day of April, 2005

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: RON G. ROY

General Partner Signature: PAULETTE M. ROY