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TALLAHASSEE, FLORIDA

W05-33573
J. BRYAN JUL 13 2005

FF \$1785⁰⁰
CUS 8.75

J. BRYAN JUL 28 2005



Golbeck Roth, PLLC

July 30, 2005

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: IBIS Capital, Ltd.

Ladies and Gentlemen:

IBIS Capital, Ltd. is to be a Florida limited partnership. Its general partner shall be PDK Capital Partners, LLC, a Colorado limited liability company.

Enclosed are the originals and one copy of the following documents:

1. Transmittal Letter
2. Application By Foreign Limited Liability Company For Authorization To Transact Business In Florida;
3. Certificate of Designation of Registered Agent/Registered Office;
4. Certificate of Good Standing, dated June 29, 2005, evidencing the formation and standing of the general partner;
5. Certificate of Limited Partnership;
6. Affidavit of Capital Contributions For Florida Limited Partnership;
7. A check in the amount of \$1,973.75, made payable to "Department of State," for fees calculated as follows:

(i)	\$ 100.00	Application by Foreign LLC
(ii)	\$ 25.00	Designation of Registered Agent/Office (LLC)
(iii)	\$ 5.00	Certificate of Status (LLC)
(iv)	\$1,750.00	Certificate of Limited Partnership
(v)	\$ 35.00	Designation of Registered Agent (LP)
(vi)	\$ 8.75	Certificate of Status (LP)
	\$1,923.75	TOTAL

Please return the two Certificates and conformed copies of filed documents to me at the address printed below.

Yours truly,

GOLBECK ROTH, PLLC

Mark Roth
MR/gjt
Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

GOLBECK ROTH, PLLC

July 13, 2005

MARK ROTH
GOLBECK ROTH, PLLC
1001 FOURTH AVENUE, SUITE 2130
SEATTLE, WA 98154

SUBJECT: IBIS CAPITAL, LTD.
Ref. Number: W05000033573

JUL 21 2005
2005 JUL 27 AM 8:07
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for IBIS CAPITAL, LTD. and your check(s) totaling \$1973.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist

Letter Number: 105A00046264

CERTIFICATE OF LIMITED PARTNERSHIP

1. IBIS Capital, Ltd.

(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")

2. 2848 Aloma Lake Run, Oviedo, FL 32765

(Business address of Limited Partnership)

3. Don Mitchell

(Name of Registered Agent for Service of Process)

4. 2848 Aloma Lake Run, Oviedo, FL 32765

(Florida street address for Registered Agent)

5. 

(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)

6. 2848 Aloma Lake Run, Oviedo, FL 32765

(Mailing Address of the Limited Partnership)

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

8. Name(s) of general partner(s):

Street address:

PDK Capital Partners, LLC

2848 Aloma Lake Run, Oviedo, FL

#M05000003859

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 7 day of July, 2005.

Signature of all general partners:

General Partner

General Partner

General Partner

By: 

General Partner

Don Mitchell, Manager

General Partner

General Partner

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CLERK OF CIRCUIT COURT
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of IBIS Capital, Ltd.

a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ 0

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$ 500,000.00

Signed this 7 day of July, 2005

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

PDK Capital Partners, LLC

By:



General Partner

Don Mitchell, Manager

General Partner

General Partner

General Partner

General Partner

General Partner

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA