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(City/State/Zip/Phone #)

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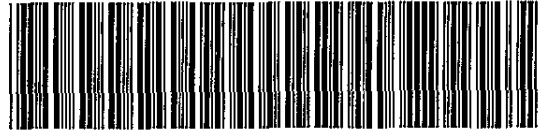
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SEP 15 2005

KDB Management, Inc
4819 Sutcliff Ave.
San José, CA. 95118-2342
408.723.8668

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL. 32314

Aug. 29, 2005

Re: Foreign Corporation Registration
Family Limited Partnerships formation

To Whom It May Concern:

Enclosed please find the application for foreign corporation registration for KDB Management, INC. a Nevada Corporation pursuant to section 607.1503 of the Florida Statutes. Included also are the original certificate of existence duly authenticated by the Secretary of State of the State of Nevada, Dean Heller dated Aug 18 2005 and a check in the amount of \$78.75 for the registration fee and a Certificate of Status.

Also enclosed are the applications for the formation two Family Limited Partnerships in which the above named corporation is the General Partner. It is our understanding that the registration of the foreign corporation needs to be accomplished before the limited partnerships can be formed. Also attached with each of these applications is a check for \$96.25 which should cover the filing fee, the registered agent fee and a certified copy fee.

Please feel free to contact the president Kent L. Ballard or the secretary Diane M. Ballard of KDB Management, INC. at 4819 Sutcliff Ave. San José, CA 95118-2342 or by phone at 408.723.8668 should you need further clarification in this matter.

Thank you for your assistance.

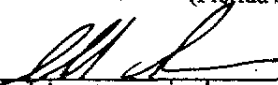
Sincerely,



Diane M. Ballard, secretary
KDB Management, INC.

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TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP


1. KDB Family Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1308 Drexel Street, #112, Miami Beach, FL 33133
(Business address of Limited Partnership)
3. Shadi Shomar
(Name of Registered Agent for Service of Process)
4. 7777 NW. 146 Street, Miami Lakes, FL 33016
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1308 Drexel Street, #112, Miami Beach, FL 33133
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: Dec. 31, 2031
8. Name(s) of general partner(s): _____ Street address: _____
- | | |
|---|---------------------------|
| <u>KDB Management, Inc. #FD5000005316</u> | <u>4819 Sutcliff Ave.</u> |
| <u>A Nevada Corporation</u> | <u>San José, CA 95118</u> |
| _____ | _____ |
| _____ | _____ |

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 29th day of August, 2005

Signature of all general partners:

<u></u> General Partner	<u>KDB Management, INC.</u> General Partner
_____	_____
General Partner	General Partner
_____	_____
General Partner	General Partner

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MIAMI, FLORIDA

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

The undersigned constituting all of the general partners of _____
KDB Family Limited Partnership ,

a Florida Limited Partnership, certify:

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TALLAHASSEE, FLORIDA

The amount of capital contributions to date of the limited partners is \$ 1,000.00 .

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,000.00 .

Signed this 29th day of August, 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.*

Kent L. Ballard president KDB Management INC.
General Partner General Partner

General Partner

General Partner

General Partner

General Partner