

A95000000505

March 18, 1995

Philip B. Harris
120 S. Olive Ave.
6th Floor
West Palm Beach, FL 33401

Secretary of State
Florida Dept. of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

700001435767
-03/22/95--01008--005
****735.00 ****735.00

Dear Sir/Madam:

Enclosed, please find a Certificate of Limited Partnership, Affidavit of Capital Contributions, and a check for \$735.00, reflecting the \$700.00 filing fee and \$35.00 agent registration fee. It would be appreciated if you would use the enclosed Fed-Ex envelope to speed the return.

Thank you for your attention to this matter. Should you have any questions regarding the foregoing, please do not hesitate to contact me.

Very truly yours,


Philip B. Harris

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MAR 22 1995
PM 1:30

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|-----------------|---------|
| Name | 3/22/95 |
| Availability | dec |
| Document | |
| Country | DOC |
| Update | DOC |
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| Update | |
| Acknowledgement | DOC |
| Update | |

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TC
\$100,000.00

CERTIFICATE OF LIMITED PARTNERSHIP

NAME: GCAS, Ltd.

OFFICE ADDRESS: 120 S. Olive Avenue
7th Floor
West Palm Beach, FL 33401

AGENT: Philip B. Harris
120 S. Olive Avenue
6th Floor
West Palm Beach, FL 33401

GENERAL PARTNER: Paul Flaherty
120 S. Olive Avenue
7th Floor
West Palm Beach, FL 33401

MAILING ADDRESS: 120 S. Olive Avenue
7th Floor
West Palm Beach, FL 33401

**LATEST DATE LIMITED
PARTNERSHIP IS TO
DISSOLVE:**

March 17, 2045

Submitted by: _____

Paul Flaherty
General Partner

FILED

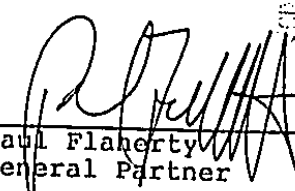
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STATE OF FLORIDA)
COUNTY OF PALM BEACH)

AFFIDAVIT

Before me, the undersigned authority, appeared Paul Flaherty, who is personally known to me, and upon being duly sworn and upon personal knowledge states as follows:

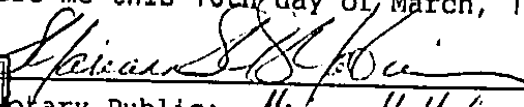
1. This affidavit of capitalization is to be submitted with the Certificate of Limited Partnership for GCAS, Ltd.
2. The initial contribution of the limited partners is \$50,000.00.
3. The anticipated contribution of the limited partners is \$50,000.00.



Paul Flaherty
General Partner

SWORN TO AND SUBSCRIBED before me this 16th day of March, 1995.





Notary Public: Marianne M. Mabie

My Commission Expires: 8-21-95, # CC 393478

1995 MAR 30 PM 1:30

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The GCAS Guaranty Building
120 South Olive • West Palm Beach, FL 33401
(407) 833-7877 or 1-800-ME SABER • Fax (407) 833-7013

PHILIP B. HARRIS
General Counsel

March 23, 1995

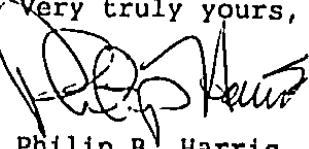
Secretary of State
Florida Department of State
Division of Corporations
409 East Gaines St.
Tallahassee, FL 32399

Division of Corporations
Attn: Diane Cushing

To Whom It May Concern:

This letter will verify that I, Philip B. Harris, accept the designation as registered agent for GCAS, Ltd.

Very truly yours,


Philip B. Harris
General Counsel
Government Contract Advisory Services, Inc.

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TALLAHASSEE, FL