

Burnham Technologies, Inc.  
2082 Trade Center Way  
Naples, FL 33942

Voice: 941-594-9555 Fax: 941-0594-1731  
E-Mail: UVBT1@AOL.com

A96000000691

MEMORANDUM

Date: March 30, 1996  
To: Florida Secretary of State  
Partnership/Registration Section  
From: Jeffrey C. Burnham  
President, Burnham Technologies, Inc.  
Re: Filing of Certificate of Limited Partnership for Burnham Technologies Ltd.

000001766810  
-04/02/96--01059--008  
+++1640.10 +++1640.10

Greetings:

I enclose herewith:

1. Original Certificate of Limited Partnership for Burnham Technologies Ltd., executed by me as the President of Burnham Technologies, Inc., which is the sole General Partner and attested by the Secretary of Burnham Technologies, Inc.
2. My Acceptance of Appointment as Registered Agent of Burnham Technologies Ltd.

FILED

96 APR 30

3. An Affidavit of Capital Contributions made by me.
4. Burnham Technologies, Inc.'s check payable to Department of State in the amount of \$1,640.10, which is calculated as follows:

Document	Exhibit
Updater	
Acknowledgment	
Copy	

- received and anticipated capital contributions in the total amount of \$221,800 x \$7.00 per thousand = \$1552.60,
- plus \$35.00 for appointment of Registered Agent,
- plus \$52.50 for certified copy of Certificate of Limited Partnership,
- equals: \$1,640.10.

TC  
\$229,000.00

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Please file these enclosures and return the certified copy to me at the above address. I may be reached at the above telephone number if there are any questions. The other contact person with respect to this filing is Jerry E. Barton at the same telephone number and address.

Thank you for your attention to these documents.

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
BURNHAM TECHNOLOGIES LTD.  
a Florida Limited Partnership**

The undersigned general partner desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Law as set forth in Section 620.108 of the Florida Statutes, hereby states the following:

1. The name of the Partnership is:

**Burnham Technologies Ltd.**

2. The address of the office of the Partnership is:

2082 Trade Center Way  
Suite 100  
Naples, FL 33942

3. The name and address of the agent for service of process on the Partnership is:

Jeffrey C. Burnham  
2082 Trade Center Way  
Suite 100  
Naples, FL 33942

4. The name and business address of the general partner is:

Burnham Technologies, Inc. **P95000074664**  
2082 Trade Center Way  
Suite 100  
Naples, FL 33942

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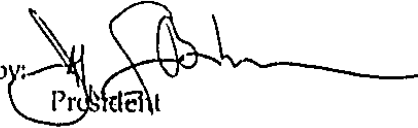
5. The mailing address of the Partnership is:

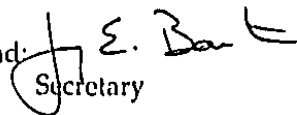
Burnham Technologies Ltd.  
2082 Trade Center Way  
Suite 100  
Naples, FL 33942

6. The latest date upon which the Partnership shall dissolve is December 31, 2020 unless the Partnership is continued beyond such date by an affirmative vote of the Partners holding a majority of the Partnership Interests.

Executed on behalf of the sole general partner of the Partnership by its duly authorized officers this 18th day of March, 1996.

Burnham Technologies, Inc.

by:   
President

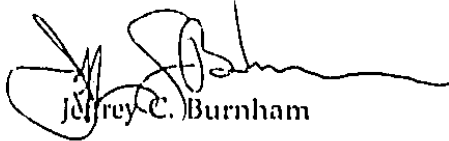
and:   
Secretary

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### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Burnham Technologies Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, the undersigned, on behalf of the Partnership, hereby agrees to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent, including Florida Statutes §620.192.

Dated this 18th day of March, 1996.

  
Jeffrey C. Burnham

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96 APR -1 19 8:30  
CLERK  
FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA )  
COUNTY OF COLLIER )

The undersigned certify as follows:

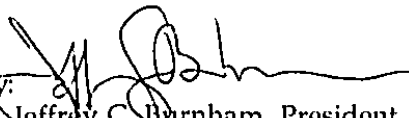
1. The undersigned is the President of Burnham Technologies, Inc., a Florida corporation.
2. Burnham Technologies, Inc. is the sole general partner of **Burnham Technologies Ltd.**, a Florida limited partnership.
3. The amount of capital contributions to date of the limited partners is \$108,000.
4. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$229,000.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury, the undersigned declares that he has read the foregoing and that the facts alleged are true, to the best of his knowledge and belief.

Dated this 1st day of April, 1996.

Burnham Technologies, Inc.

by:   
Jeffrey C. Burnham, President

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-04/17/96--01026--012  
\*\*\*\*\*50.40 \*\*\*\*\*50.40

Burnham Technologies Inc. Ltd.  
2082 Trade Center Way  
Naples, FL 33942

additional fee  
required for CC

sent 4/16/96  
dec

C. TAX \_\_\_\_\_  
F. \_\_\_\_\_  
R. \_\_\_\_\_  
C. 50.40  
T. \_\_\_\_\_  
N. \_\_\_\_\_  
L. \_\_\_\_\_  
REFUND \_\_\_\_\_

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12/30/96

CORPORATE DETAIL RECORD SCREEN

3:08 PM

NUM: A96000000691 ST:FL ACTIVE/FL LP

FLD: 04/01/1996

ACT CONT: 229,000.00

NAME : BURNHAM TECHNOLOGIES LTD.

PRINCIPAL: 2082 TRADE CENTER WAY, SUITE 100

ADDRESS NAPLES, FL 33942

RA NAME : BURNHAM, JEFFREY C

RA ADDR : 2082 TRADE CENTER WAY, SUITE 100

NAPLES, FL 33942 US

ANN REP : \* NONE FILED \*

FILED  
96 DEC 27 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. MENU, 3. PARTNERS

ENTER SELECTION AND CR:

000002051560--7

-01/08/97--01124--016

\*\*\*2326.25 \*\*\*1750.00

Agency	
Entity	DCC
Updater	
Updater Verifier	DCC
Acknowledgement	DCC
Officer/Verifier	DCC

C. TAX  
FILING 1750.00  
R. AGENT FEE  
C. COPY  
TOTAL  
N. DUES  
BALANCE DUE  
REFUND



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

The undersigned, constituting all of the general partners of Burnham Technologies Ltd., a Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112, Florida Statutes.

The total amount of the contributions of the limited partners is \$483,800.

This 26th day of December, 1996.

**FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury we declare that we have read the foregoing and that the facts are true, to the best of our knowledge and belief.

General Partner

Burnham Technologies, Inc.

By: Jerry E. Barton  
Jerry E. Barton, Vice President

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96 DEC 27 PM 1:22  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA