

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

A96000001385



PREMIER FUND
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 030755 7107705

AUTHORIZATION : Patricia Poyet

COST LIMIT : \$ 140.00

ORDER DATE : July 24, 1996

ORDER TIME : 3:13 PM

ORDER NO. : 030755

CUSTOMER NO: 7107705

CUSTOMER: Godwin J. Essien, Esq
SWEETING HALBERT & ESSIEN,
P.A.
Suite 101
227 North Magnolia Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: PREMIER OPPORTUNITY FUND
LIMITED PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS: *BK*

95 JUL 24 PM 6:50
SECRETARY OF STATE
DIVISION OF CORPORATE
REGISTRATION

95 JUL 24 PM 8:50
SECRETARY OF STATE
DIVISION OF CORPORATE
REGISTRATION

7/24/96

CERTIFICATE OF LIMITED PARTNERSHIP
of
PREMIER OPPORTUNITY FUND LIMITED PARTNERSHIP

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, certify as follows

1 Name of Limited Partnership. The name of the Limited Partnership is Premier Opportunity Fund Limited Partnership

2 Office for Maintenance of Business Records. The address of the office at which the records of the Limited Partnership will be kept, as required by Section 620.106 of the Florida Statutes, is 14678 Eagles Crossing Drive, Orlando, Florida 32837

3 Agent for Service of Process. The name and address of the Partnership's agent for service of process in Florida is David C Rongey, 14678 Eagles Crossing Drive, Orlando, Florida 32837

4 General Partner. The name and business address of the General Partner of the Limited Partnership is as follows:

Name	Business Address
David C. Rongey	14678 Eagles Crossing Drive Orlando, Florida 32837.

5. Address of Partnership. The mailing address of the Limited Partnership is: 14678 Eagles Crossing Drive, Orlando, Florida 32837

6. Date of Dissolution. The latest date on which the Limited Partnership is to dissolve is June 2, 2006.

7 Effective Date This certificate will become effective, and the Limited Partnership will be formed, on July 9, 1996

Dated July 9, 1996

Orlando, Florida



David C. Rongey, General Partner

96 JUL 21 14 50
SECRET
FBI - MIAMI

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, who is the General Partners of Premier Opportunity Fund Limited Partnership, declare that the capital contributions of all the Limited Partners in the Partnership are as follows

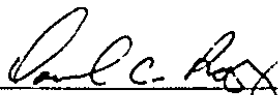
1 The Limited Partners have made capital contributions in the following amounts:

Name of Limited Partner	Amount of Contribution
David C. Rongey	\$10.00
Charles M. Rongey	\$10.00

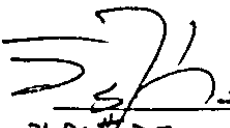
2. It is anticipated that the Limited Partners listed below will make capital contributions in the future in the following amounts:

Name of Limited Partner	Amount of Contribution
David C. Rongey	\$10.00
Charles M. Rongey	\$10.00

Dated: July 9, 1996
Orlando, Florida


David C. Rongey, General Partner

Sworn to and subscribed before me this 9th day of July, 1996.


Notary Public
ID # 7520-63-67-187-0

CERTIFICATE DESIGNATING REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS



JAMES SWEETING, III
COMMISSION EXPIRES SEP 24, 1998
BORNED THRU
ATLANTIC POWERING CO., INC.

Pursuant to Section 620.105, Florida Statutes, Premier Opportunity Fund Limited Partnership, hereby designates David C. Rongey, 14678 Eagles Crossing Drive, Orlando, Florida 32837, as its

registered agent and the street address of its registered office, respectively, for service of process within the state of Florida

PREMIER OPPORTUNITY FUND LIMITED PARTNERSHIP

By David C. Rongey
David C. Rongey

65 JUL 24 PM 8:51

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as the registered agent for Premier Opportunity Fund Limited Partnership for service of process within the state of Florida.

David C. Rongey
David C. Rongey