

A99000000789



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 235210 4365321

AUTHORIZATION :

Patricia Reguts

COST LIMIT : \$ 87.50

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 MAY 17 PM 1:27

ORDER DATE : May 10, 1999

ORDER TIME : 1:19 PM

ORDER NO. : 235210-005

CUSTOMER NO: 4365321

CUSTOMER: Ms. Britta J. Bolin
MANSUR & COMPANY
MANSUR & COMPANY
875 N. Michigan Ave.

Chicago, IL 60611

200002871592--6

RECEIVED

99 MAY 11 AM 2:23

DOMESTIC FILING

NAME: MANSUR TELECOM, LTD.

EFFECTIVE DATE:

549A0025787

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

(Handwritten mark)

CONTACT PERSON: James Guy

EXAMINER'S INITIALS: _____

*BJK
5/17/99*



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 11, 1999

JAMES GUY
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: MANSUR TELECOM, LTD.
Ref. Number: W99000011029

RESUBMIT

Please give original
submission date as file date.

We have received your document for MANSUR TELECOM, LTD. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

Before this partnership can be filed, its general partner must be registered in Florida. We do not currently show any listing for a "MANSUR & COMPANY."

Please note that we do have a listing for an entity called "MANSUR & COMPANY-FLORIDA, INC." (Please see attached printout.)

Please make the appropriate corrections.,

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 599A00025787

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32310

RECEIVED
99 MAY 17 PM 12:12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 17 PM 1:27

CERTIFICATE OF LIMITED PARTNERSHIP
OF


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 17 PM 1:27

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

2. 875 N. Michigan Avenue, Suite 3620, Chicago, IL 60611
(The Business Address of Limited Partnership)

3. E. Barry Mansur
(Name of Registered Agent for Service of Process)

4. 1117 Schefflera Drive, Captiva, FL 33924
(Florida Street Address for Registered Agent)

5. 
(Registered Agent must sign here to accept designation as Registered Agent for
Service of Process.)

6. 875 N. Michigan Avenue, Suite 3620, Chicago, IL 60611
(The Mailing Address of the Limited Partnership.)

7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2050.

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

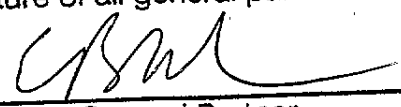
V 21513
Mansur & Company - Florida, Inc.

875 N. Michigan Avenue #3620
Chicago, Illinois 60611

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAY 17 PM 1:27

Signed this 6th day of May, 1999

Signature of all general partners:



General Partner

General Partner

General Partner

General Partner

General Partner

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared E. Barry Mansur, a general partner of Mansur Telecom, Ltd., a (an) Florida, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 1,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 1,000.00.

This 6th day of May, 19 99

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are to the best of my knowledge and belief.

E. Barry Mansur
General Partner

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99 MAY 17 PM 1:27

STATE OF Illinois
COUNTY OF Cook
DATE 5/6/99

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared E. Barry Mansur (General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 6th day of May, 19 99.

Britta J. Bolin
Notary Public



State of Illinois at Large
My Commission Expires:
12/18/2000