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Ordered By:

UCC FILING & SEARCH SERVICES, INC. 526 East Park Avenue Tallahassee, FL 32301 (850) 681-6528

FOR PICKUP BY **UCC SERVICES**

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900002926449---07/08/99--01069--003 *****87.50 ****87.50 CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known): Atlantic Internet Partners merican Walk In Pick Up Time Certified Copy Mail Out Certificate of Status Will Wait Certificate of Good Standing Photocopy RUSH ARTICLES ONLY ALL CHARTER DOCS 程識NEW FILINGS 学識 AMENDMENTS TO SEE SEE Profit NonProfit Resignation of R.A. Officer/Director Limited Liability Change of Registered Agent Certificate of FICTITIOUS NAME Domestication Dissolution/Withdrawal Other Merger FICTITIOUS NAME SEARCH CORP SEARCH OTHER FILINGS REGISTRATION/QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other GECEIVED A

CERTIFICATE OF LIMITED PARTNERSHIP OF

ATLANTIC AMERICAN INTERNET PARTNERS, LTD.

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 state as follows:

- 1. The name of the partnership shall be ATLANTIC AMERICAN INTERNET PARTNERS, LTD. (the "Partnership").
 - 2. The address of the office of the Partnership is:

101 East Kennedy Boulevard Suite 3300 Tampa, Florida 33602

3. The name and address of the agent for service of process on the Partnership are as follows:

Brad Gordon 101 East Kennedy Boulevard Suite 3300 Tampa, Florida 33602

4. The name and business address of the General Partner are as follows:

Atlantic American Internet Investments, LLC V
101 East Kennedy Boulevard

Suite 3300 Tampa, Florida 33602

5. The mailing address of the Partnership is:

101 East Kennedy Boulevard Suite 3300 Tampa, Florida 33602

6. The latest date upon which the Partnership shall dissolve is December 31, 2048, unless sooner terminated as provided in the Limited Partnership Agreement of Atlantic American Internet Partners, Ltd. dated June 30, 1999, or by law.

The execution of this Certificate of Limited Partnership by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

SECRETARY OF STA VISION OF CORPORA)9 JUL -8 PM 3: IN WITNESS WHEREOF, the undersigned, constituting the sole General Partner of ATLANTIC AMERICAN INTERNET PARTNERS, LTD., has executed this Certificate of Limited Partnership of ATLANTIC AMERICAN INTERNET PARTNERS, LTD. on this 30 day of June, 1999.

GENERAL PARTNER:

ATLANTIC AMERICAN INTERNET INVESTMENTS, LLC, a Florida limited liability company

JOHN P. MICHAELS, JR., Trustee of the JOHN P. MICHAELS, JR. FAMILY TRUST dated April 27, 1978, as amended and restated January 26, 1998, JOHN P. MICHAELS, JR., Settlor and Trustee

Member

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned, having been named as Registered Agent for ATLANTIC AMERICAN INTERNET PARTNERS, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, hereby agrees to accept service of process for the Partnership and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of Registered Agent.

BRAD GORDON, Registered Agent

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SECRETARY OF STATE DIVISION OF CORPORATIONS

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting the sole General Partner of ATLANTIC AMERICAN INTERNET PARTNERS, LTD., a Florida limited partnership (the "Partnership"), states and certifies as follows:

- 1. The amount of capital contributions to the Partnership made by the Limited Partners is ONE THOUSAND DOLLARS (\$1,000.00).
- 2. The amount of additional capital contributions anticipated to be contributed by the Limited Partners is ZERO DOLLARS (\$ 0.00).

FURTHER AFFIANT SAYETH NOT.

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

DATED this 30 day of June, 1999.

GENERAL PARTNER:

ATLANTIC AMERICAN INTERNET INVESTMENTS, LLC, a Florida limited liability company

By:

JOHN P. MICHAELS, JR., Trustee of
the JOHN P. MICHAELS, JR. FAMILY
TRUST dated April 27, 1978, as
amended and restated January 26,
1998, JOHN P. MICHAELS, JR., Settlor
and Trustee

Member

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