

A 99000001168



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

HOLD

FOR PICKUP BY UCC SERVICES

OFFICE USE ONLY (Document #)

747115

800002934888--7
-07/19/99--01096--010
***1837.50 ***1837.50

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Guysstream Capital Ltd.

RECEIVED
JUL 19 AM 12:11
WALK IN MAIL
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Pick Up Time

Certified Copy

Certificate of Status

Certificate of Good Standing

ARTICLES ONLY

ALL CHARTER DOCS

RUSH

4

99 JUL 19 PM 2:04
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Photocopy

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

Certificate of FICTITIOUS NAME

FICTITIOUS NAME SEARCH

CORP SEARCH

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input checked="" type="checkbox"/>	Other LP

MR
7/19/99

Ordered By: _____

Date: _____

GULFSTREAM CAPITAL, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 16 PM 2:04

Pursuant to § 620.108 of the Florida Statutes, the undersigned person, desiring to form a Florida Limited Partnership, hereby swears to and affirms as follows:

1. The name of the Limited Partnership shall be GULFSTREAM CAPITAL, LTD.
2. The character of the business is the acquisition, development, ownership, renting, operation, and/or disposition by sale or exchange of real and/or personal property and/or any other lawful enterprise.
3. The location of the principal place of business is 7171 North Federal Highway, Boca Raton, Florida 33486. The name and address of the agent for service of process is ATRIUM REGISTERED AGENTS, INC., 1500 San Remo Avenue, Suite 125, Coral Gables, Florida 33146.
4. The name and business address of the General Partner shall be as follows:

Monarch Capital Corp.
7171 North Federal Highway
Boca Raton, Florida 33487

P9900060827
5. The mailing address for the Limited Partnership shall be as follows:

Gulfstream Capital, Ltd.
7171 North Federal Highway
Boca Raton, Florida 33487
6. The term of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Secretary of State of the State of Florida, and it shall continue for fifty (50) years from such filing, unless otherwise terminated or extended in accordance with the provisions of the Partnership Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Certificate of Limited Partnership on the 15th day of July, 1999, effective upon filing same with the Florida Department of State.

FILED STATE SECRETARY OF CORPORATORS
99 JUL 15 PM 2:04
DIVISION OF CORPORATORS

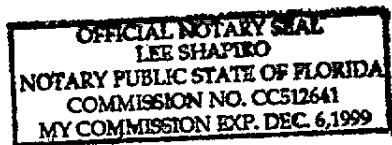
MONARCH CAPITAL CORP.,
General Partner

BY:

[Signature]
LEE TWYFORD, President

STATE OF FLORIDA)
COUNTY OF Palm Beach) SS:

The foregoing instrument was acknowledged before me this 15 day of July, 1999, by LEE TWYFORD, President of MONARCH CAPITAL CORP., who did execute the foregoing Certificate of Limited Partnership as President of the General Partner, who is personally known to me, or who has produced KFL Drivers Lis. as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.



Signature - NOTARY PUBLIC

[Signature]
Printed Name of NOTARY PUBLIC

Commission Number

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as Registered Agent for GULFSTREAM CAPITAL, LTD., a Florida limited partnership in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for said Partnership and to comply with any and all Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT
ATRIUM REGISTERED AGENTS, INC.,

BY:

[Signature]
MALCOLM H. NEUWAHL, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUN 15 PM 2:04

BEFORE ME, the undersigned, personally appeared LEE TWYFORD, President of the general partner of GULFSTREAM CAPITAL, LTD., a Florida limited partnership (hereinafter referred to as the "Partnership"), who upon being sworn, certified as follows:

The amount of initial capital contributions of the limited partners is \$100. The total amount contributed and anticipated to be contributed by the limited partners at this time totals Two Million Dollars (\$2,000,000).

This 15th day of July, 1999.

FURTHER AFFIANT SAYETH NAUGHT.

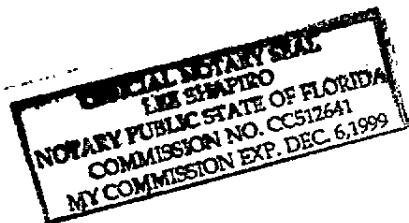
Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

MONARCH CAPITAL CORP.,
General Partner

BY: *[Signature]*
LEE TWYFORD, President

STATE OF FLORIDA)
) SS:
COUNTY OF Palm Beach)

The foregoing instrument was acknowledged before me this 15 day of July, 1999, by LEE TWYFORD, President of MONARCH CAPITAL CORP., who did execute the foregoing Affidavit of Capital Contributions as President of the General Partner, who is personally known to me, or who has produced FL Drivers Lic as identification, and being first duly sworn, acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.



[Signature]
Signature - NOTARY PUBLIC

Printed Name of NOTARY PUBLIC

Commission Number