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August 4, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

A99000001298

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG -6 AM 9:24

Re: The Houck Technologies Limited Partnership

000002953910--3
-08/09/99-01066-002
****437.50 ****457.50

Dear Sir:

Enclosed are the following:

1. Certificate of The Houck Technologies Limited Partnership;
2. Acceptance of Appointment as Registered Agent;
3. Affidavit of Capital Contributions; and
4. Our check in the amount of \$437.50 of which \$350.00 represents the filing fee for the Limited Partnership, \$35.00 represents the registered agent fee and \$52.50 represents the fee for a certified copy of the Certificate of Limited Partnership.

Please file these documents on behalf of The Houck Technologies Limited Partnership. Please contact our office should you have any questions concerning this matter.

Sincerely,



Ginger Cassada
Legal Assistant

Enclosures
/gc

HOUCK/HOUCK TECHNOLOGIES/LETTER TO SEC OF STATE

A99-1298
GJA
Rec'd. 8/6/99

**CERTIFICATE OF
THE HOUCK TECHNOLOGIES LIMITED PARTNERSHIP**

THIS CERTIFICATE is executed on the 27th day of July, 1999, with respect to the agreement of The Houck Holding Limited Partnership ("the Partnership").

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1. Name. The Partnership's name is The Houck Technologies Limited Partnership.

2. Partnership's Business. The Partnership's business is to own, develop and manage patents, intellectual property, proprietary information and business know how. The Partnership may also do all other acts permitted for limited partnerships under the laws of the State of Florida.


3. Partnership's Address: The Partnership's principal place of business address and mailing address is 1700 Lakeside Avenue, St. Augustine, Florida, 32086.

4. Registered Agent. The street and mailing address of the registered agent of the Partnership is 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256, and the name of the registered agent at that address is Todd Watson, Attorney at Law.

5. General Partner. Briarverse, Inc., a validly existing Florida Corporation having #P99000070001, is the sole general partner, and its principal place of business and mailing address is 1700 Lakeside Avenue, St. Augustine, Florida, 32086.

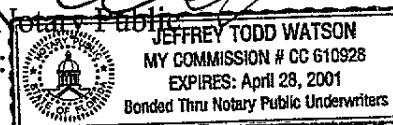
6. Dissolution. The latest date on which the limited partnership is to be dissolved and its affairs wound up is December 31, 2038.

IN WITNESS WHEREOF, the undersigned as President of Briarverse, Inc., the Partnership's general partner, has signed and sealed this certificate, on the day and year first above written.


Dorothy S. Houck, President of Briarverse, Inc., General Partner

**STATE OF FLORIDA
COUNTY OF ST. JOHNS**

The foregoing instrument was acknowledged in my presence this 27th day of July, 1999, by, Dorothy S. Houck, as President of Briarverse, Inc., on behalf of Briarverse, Inc. as general partner, who has produced Florida Driver's License Number H200-197-51-623-0 as identification.

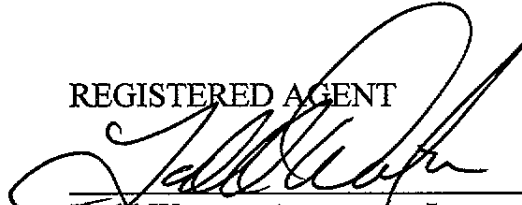
Signature of Notary Public
Notary's Seal: 
JEFFREY TODD WATSON
MY COMMISSION # CC 610928
EXPIRES: April 28, 2001
Bonded Thru Notary Public Underwriters

ACCEPTANCE OF APPOINTMENT

AS REGISTERED AGENT

Having been named as registered agent for The Houck Technologies Limited Partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree 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 Section 620.192.

REGISTERED AGENT



Todd Watson, Attorney at Law

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged in my presence this 27th day of July, 1999, by, Todd Watson, Attorney at Law, who is personally known to me.



Signature of Notary Public

Notary's Seal:



Alice V. Cassada
MY COMMISSION # CC607407 EXPIRES
March 24, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, as President of Briarverse, Inc., the general partner of The Houck Technologies Limited Partnership, a Florida Limited Partnership, certifies as follows:

The amount of capital contributions to date of the limited partners is Fifty Thousand Dollars (\$50,000.00).

The total amount contributed and anticipated to be contributed by the limited partners at this time totals Fifty Thousand Dollars (\$50,000.00).

This 27th day of July, 1999.

FURTHER AFFIANT SAYETH NOT.

Under the 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.



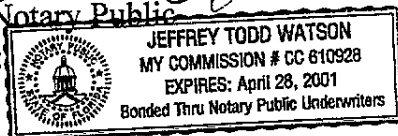
Dorothy S. Houck, as President of Briarverse, Inc,
General Partner of The Houck Technologies Limited Partnership

STATE OF FLORIDA COUNTY OF ST. JOHNS

The foregoing instrument was acknowledged in my presence this 27th day of July, 1999, by, Dorothy S. Houck, as President of Briarverse, Inc., the General Partner of The Houck Technologies Limited Partnership, who possesses all necessary corporate authority for this action and who has produced Florida Driver's License Number H200-197-51-623-0 as identification.

Signature of Notary Public

Notary's Seal:



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