



THE UNITED STATES
CORPORATION
COMPANY

A99000001921

ACCOUNT NO. : 072100000032

REFERENCE : 484751 4300A

AUTHORIZATION : *Patricia Pignat*

COST LIMIT : \$ ~~1837.50~~

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 NOV 17 AM 10:03

ORDER DATE : November 17, 1999 140.00

ORDER TIME : 1:43 PM

ORDER NO. : 484751-005

CUSTOMER NO: 4300A

CUSTOMER: Beth M. Moskowitz, Legal Asst
WEINER CUMMINGS & VITTORIA, P.
WEINER CUMMINGS & VITTORIA, P.
4th Floor
1428 Brickell Avenue
Miami, FL 33131

800003047848-3

DOMESTIC FILING

NAME: VIRTUAL FAMILY TRUST, LTD.

EFFECTIVE DATE: *(4)*

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: Erika Carlson

EXAMINER'S INITIALS: *BK*

RECEIVED
99 NOV 17 PM 3:08
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
VIRTUAL FAMILY TRUST, LTD.**

THE UNDERSIGNED, General Partner desiring to form a Limited Partnership pursuant to Florida Revised Uniform Limited Partnership Act as set forth in Part I, Chapter 620 of the Florida Statutes, hereby states the following:

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DIVISION OF CORPORATIONS
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1. The name of the limited partnership is **VIRTUAL FAMILY TRUST, LTD.**
2. The address of the office of the Partnership is 265 South Federal Highway, Suite 335, Deerfield Beach, Florida 33441.
3. The name and address of the agent for services of process of the Partnership is Paul M. Cummings, Weiner Cummings & Vittoria, 1428 Brickell Avenue, Suite 400, Miami, Florida 33131.
4. The name and business address of the sole General Partner is as follows: Virtual Motion Software Development, Inc., 265 South Federal Highway, Suite 335, Deerfield Beach, Florida 33441. *898600085737*
5. The mailing address of the Partnership is 265 South Federal Highway, Suite 335, Deerfield Beach, Florida 33441.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 15 day of November, 1999.

ATTEST: GENERAL PARTNER
Virtual Motion Software Development, Inc.

By: *Ruth Esther Balsam*
Ruth Esther Balsam

STATE OF FLORIDA)
)ss:
COUNTY OF Broward)

The foregoing instrument was acknowledged before me by **RUTH ESTHER BALSAM**, who is the President of Virtual Motion Software Development, Inc., who is personally known to me, or who produced _____ as identification, this 15 day of November, 1999.

Lee Stanko

Notary Public - State of Florida



LEE STANKO
COMMISSION # CC 644965
EXPIRES JUN 29, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 NOV 17 AM 10:03**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

THE UNDERSIGNED, RUTH ESTHER BALSAM, President of VIRTUAL MOTION SOFTWARE DEVELOPMENT, INC., being the sole General Partner of VIRTUAL FAMILY TRUST, L.P., a Florida limited partnership (the "Partnership"), certifies that the total initial amount of capital contributions and the anticipated amount of capital contributions by the limited partners of the Partnership is as follows:

<u>PARTNER</u>	<u>INITIAL CONTRIBUTION</u>	<u>ANTICIPATED CONTRIBUTION</u>
GENERAL PARTNER VIRTUAL MOTION SOFTWARE DEVELOPMENT INC.	\$ 10.00	\$10.00
LIMITED PARTNER RUTH ESTHER BALSAM	\$ 900.00	\$900.00
LIMITED PARTNER LORNE BALSAM	\$ 80.00	\$80.00
LIMITED PARTNER ZANE JOEL BALSAM	\$ 10.00	\$10.00

FURTHER, AFFIANT SAYETH NOT.

GENERAL PARTNER:
VIRTUAL MOTION SOFTWARE
DEVELOPMENT, INC.

By: 

Ruth Esther Balsam, President

STATE OF FLORIDA)

COUNTY OF Broward)

) SS
)

The foregoing instrument was acknowledged before me by Virtual Motion Software Development, Inc., General Partner by Ruth E. Balsam, who is personally known to me, or who produced type of i.d. as identification, this 15 day of November, 1999.


Notary Public, State of Florida

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LEE STANKO
COMMISSION # CC 644965
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ATLANTIC BONDING CO., INC.

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99 NOV 17 AM 10:03**ACCEPTANCE AND APPOINTMENT AS RESIDENT AGENT**

THE UNDERSIGNED, having been named as resident agent for VIRTUAL FAMILY TRUST, LTD., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, does 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.

RESIDENT AGENT:**PAUL M. CUMMINGS**
WEINER, CUMMINGS & VITTORIA