

CT CORPORATION SYSTEM

B01000000015

CORPORATION(S) NAME

NC Venture I, L.P.

FILED
01 JAN 17 PM 2:04
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

- Profit
- Nonprofit
- Foreign
- Limited Partnership
- LLC
- Certified Copy
- Call When Ready
- Walk In
- Mail Out
- Amendment
- Dissolution/Withdrawal
- Reinstatement
- Annual Report
- Name Registration
- Fictitious Name
- Photocopies
- Call If Problem
- Will Wait
- Merger
- Mark
- Other
- Change of RA
- UCC
- CUS
- After 4:30
- Pick Up

01 JAN 17 AM 11:09
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

1/17/01
Melanie

Order#: 3506336

Ref#: _____

Amount: \$ _____

300003551873--4
 -01/17/01--01061--015
 *****87.50 *****87.50

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

Handwritten initials and date:
BOK
1/17

Florida Department of State, Sandra B. Mortham, Secretary of State

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

FILED
JUN 17 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. NC Venture I, L.P.
(Name of limited partnership as it is in the home state)

2. NC Venture I, L.P., a Delaware Limited Partnership
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Delaware 4. 8-10-2000
(State of Formation) (Date of Formation)

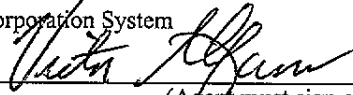
5. C T Corporation System
(Name of Registered Agent for Service of Process)

6. c/o C T Corporation System, 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

C T Corporation System



**VICTOR ALFANO
ASSISTANT SECRETARY**

(Agent must sign on this line)

8. 12705 S. Kirkwood, Suite 218, Stafford, TX 77477

(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

National Collectors, Inc. 12705 S. Kirkwood, Suite 218, Stafford, TX 77477

FOU00002079

10. 12705 S. Kirkwood, Suite 218, Stafford, TX 77477
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. NC Venture I, L.P.

12705 S. Kirkwood, Suite 218, Stafford, TX 77477

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 12th day of January, 2001, 19 na

[Handwritten Signature]
General Partner

STATE OF Texas

COUNTY OF Fort Bend

On this 12th day of January, 2001, 19 na

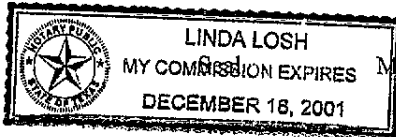
James M. Hrebenar personally appeared before me,

who is personally known to me

whose identity I proved on the basis of

[Handwritten Signature: Linda Losh]
(Notary Public Signature)

Linda Losh
(Notary's Printed Name)



My Commission Expires: 12-18-01

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JUN 17 PM 2:04
TALLAHASSEE, FLORIDA
01

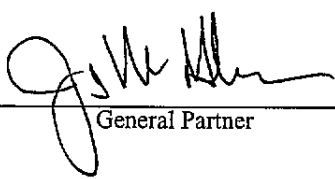
AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared James M. Hrebenar, Executive Vice President/Treasurer of Nat.
a general partner of NC Venture I, L.P., a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 11,126,049.51 .
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.00 .

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

This 12th day of January, 2001, 19 na .



General Partner

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01 JAN 17 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF Texas

COUNTY OF Fort Bend

On this 12th day of January, 2001, 19 na .

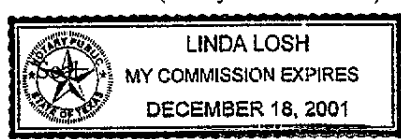
James M. Hrebenar, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____



(Notary Public Signature)

Linda Losh
(Notary's Printed Name)



My Commission Expires: 12-18-01