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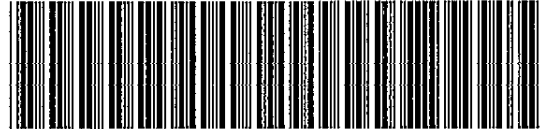
(Business Entity Name)

(Document Number)

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 078270 4301893
AUTHORIZATION :
COST LIMIT : \$ 87.50

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TALLAHASSEE, FLORIDA

ORDER DATE : May 1, 2003
ORDER TIME : 10:21 AM **PLEASE FILE 2ND***
ORDER NO. : 078270-005
CUSTOMER NO: 4301893
CUSTOMER: Nicole Piazza
Thelen Reid & Priest LLP
875 Third Avenue
New York, NY 10022

FOREIGN FILINGS

NAME: NEW HORIZONS ENERGY, L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER: _____

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

1. New Horizons Energy, L.P.
(Name of limited partnership as it is in the home state)
2. _____
(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.")

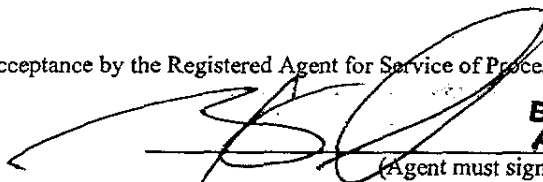
3. Delaware 4. May 2, 2000
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1202 Hays Street
(Street Address of Registered Office)

Tallahassee Florida 32301
(City) (Zip Code)

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


Brian Courtney
Asst. V. Pres.
(Agent must sign on this line)

8. c/o TTI Technologies, Inc., 444 Regency Parkway Dr., #311
Omaha, Nebraska 68114
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

New Horizons Energy, L.L.C., 207 Sycamore Hills Court, Louisville, KY 40245

10. c/o TTI Technologies, Inc., 444 Regency Pkwy., Dr., #311, Omaha, NE 68114
(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. c/o TTI Technologies, Inc., 444 Regency Parkway Dr., #311

Omaha, NE 68114

(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.

Signed this 2nd day of May, 2003.

New Horizons Energy, E.L.P. General Partner

By

General Partner

William C. Britton, President

STATE OF NEBRASKA

COUNTY OF DOUGLAS

On this 2nd day of May, 2003.

William C. Britton, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Joyce L. Savage
(Notary Public Signature)

Joyce L. Savage
(Notary's Printed Name)

Seal

My Commission Expires: 2/23/06



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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

William C. Britton, President of New Horizons
BEFORE ME the undersigned personally appeared Energy, L.L.C.,
a general partner of New Horizons Energy, 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 \$ 198.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 198.00.

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.

Signed this 2nd day of May, 2003

New Horizons Energy, L.L.C.,

By

General Partner

William C. Britton, President

STATE OF NEBRASKA

COUNTY OF DOUGLAS

On this 2nd day of May, 2003

William C. Britton, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Joyce L. Savage
(Notary Public Signature)

Joyce L. Savage
(Notary's Printed Name)

Seal

My Commission Expires: 2/23/06

