

CCM ADVISORS, INC.

2411 S. CAROLINA AVE
TAMPA FLORIDA 33629

A00000001426

Phone 813-250-1760
Fax 813-250-1762
Email Rtcoleysr@aol.com

September 8, 2000

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Bermuda Estates Associates, Ltd.

Dear Sir or Madam:

800003391539--9
-09/13/00--01055--004
*****87.50 *****87.50

Enclosed are the following:

1. Certificate of Limited Partnership of Bermuda Estates Associates, Ltd.;
2. Affidavit of Capital Contributions (attached as Exhibit A);
3. Designation of Agent to accept Service of Process & Acceptance; and
4. CCM ADVISORS, INC. check in the amount of \$87.50 (\$52.50 filing fee and \$35.00 registered agent fee)

Please file the Certificate of Limited Partnership.

Sincerely yours,

Richard T. Coley, Sr. as Pres
Richard T. Coley, Sr. as President

FILED
00 SEP 13 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A00-1426
RC

**CERTIFICATE OF LIMITED PARTNERSHIP OF
BERMUDA ESTATES ASSOCIATES, LTD.**

The undersigned, pursuant to the Florida Revised Uniform Limited Partnership Act, does hereby make, acknowledge, and file the following Certificate of Limited Partnership, for the purpose of forming a limited partnership as follows:

1. Name. The name of the Partnership is Bermuda Estates Associates, Ltd. (the "Partnership").
2. Address; Name and address of agent for service of process. The Partnership's principal place of business is 2411 S. Carolina Avenue, Tampa, FL. 33629. The name and address of the agent for service of process is Richard T. Coley, Sr. 2411 S. Carolina Avenue, Tampa, Fl. 33629.
3. Name and Business Address of the General Partner. The name and business address of the sole general partner is:
CCM ADVISORS, Inc.
2411 S. Carolina Avenue
Tampa, FL 33629
999-32665
4. Mailing Address of the Partnership. The mailing address for the Partnership is:
Bermuda Estates Associates, Ltd.
2411 S. Carolina Avenue
Tampa, FL 33629
5. The Latest Date Partnership is to Dissolve. The latest date the Partnership is to dissolve is December 31, 2050.
6. Capital Contributions. The Partners have contributed the amounts shown on Part 1 of Exhibit "A", which is the Affidavit Declaring the Amounts of Capital Contributions contributed. Part 2 of said exhibit states the amount of capital anticipated to be contributed by the limited partners.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been duly executed by the general partner hereto as of this *11th* day of September, 2000.

CCM ADVISORS, INC.,
a Florida corporation

By: *Richard T. Coley Sr.*
Richard T. Coley Sr., as its President

FILED
09 SEP 13 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EXHIBIT "A"
to
Certificate of Limited Partnership
of
Bermuda Estates Associates, Ltd.

Affidavit Declaring the Amounts of Capital Contributions
contributed and anticipated to be contributed by the limited partners.

BEFORE ME, the undersigned authority personally appeared RICHARD T. COLEY SR., who after being duly sworn stated:

1. The amount of capital contributed to Bermuda Estates Associates, Ltd., is as stated in Part 1.

Part 1 Capital Contributed:

<u>Partner Name and Address</u>	<u>Capital Contribution</u>	<u>Interest</u>
<u>General Partner</u>		
CCM ADVISORS, Inc. 2411 S. CAROLINA AVENUE TAMPA, FL 33629	\$ 1.00	50.00%
<u>Limited Partner</u>		
CLP #1, Ltd. 2411 S. CAROLINA AVENUE TAMPA, FL 33629	\$ 1.00	50.00%
	<u>\$ 2.00</u>	<u>100.00%</u>

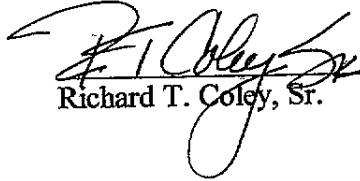
2. The amount of capital anticipated to be contributed to Bermuda Estates Associates, Ltd., by the limited partners is as stated in Part 2.

Part 2 Capital Anticipated to be Contributed by Limited Partners:

The capital anticipated to be contributed by the limited partners is \$2,000,000.

FILED
 00 SEP 13 PM 5:00
 CLERK OF DISTRICT COURT
 TAMPA FLORIDA

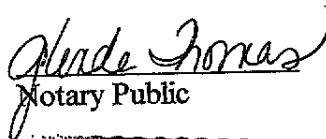
FURTHER AFFIANT SAITH NAUGHT.

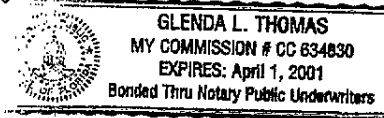

Richard T. Coley, Sr.

(The execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 11th day of September, 2000, by Richard T. Coley Sr., who is personally known to me or who produced personally known as identification.


Notary Public



FILED
00 SEP 13 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

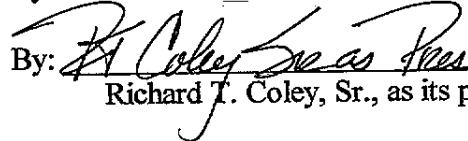
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

THE UNDERSIGNED FLORIDA LIMITED PARTNERSHIP SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited partnership is BERMUDA ESTATES ASSOCIATES, LTD.
2. The name and the Florida street address of the registered agent are:

Richard T. Coley Sr.
2411 S. Carolina Avenue
Tampa, Florida 33629

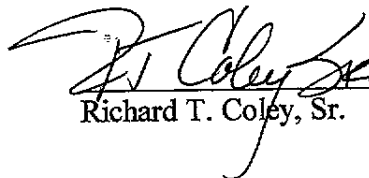
Bermuda Estates Associates, Inc.
By: CCM Advisors, Inc., its general partner

By: 
Richard T. Coley, Sr., as its president

00 SEP 13 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Having been named as registered agent and to accept service of process for the above stated limited partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Richard T. Coley, Sr.