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April 12, 1996

Florida Department of State
Corporations Division
George Firestone Building
409 E. Gaines Street
Tallahassee, FL 32394

FILED
APR 19 PM 2:20
TALLAHASSEE, FLORIDA
300001782493
-04/24/96--01071--022
***5092.50 ***1697.50
300001782493
-04/16/96--01106--002
*****420.00 *****140.00

Re: Certificates of Limited Partnership

Dear Charter Specialist:

Enclosed for filing with your Department please find original copies of the
Certificates of Limited Partnership for **CAM GORDON LIMITED PARTNERSHIP,**
CAM GORDON LIMITED PARTNERSHIP, and **GORDON & ASSOCIATES**
LIMITED PARTNERSHIP, and the acceptance of Registered Agent for each of the
Certificates. Fees in the amount of \$420 are also submitted with this request.

Please return the certified copies to me by Federal Express, billed to my
Account No. 0200-5254-6. Thank you for your assistance in this matter. If you have
any questions, please contact me as soon as possible at (202) 457-7820.

Sincerely,

Daniel G. Lloyd

Daniel G. Lloyd

Enclosures

CM
FLING 1750.00
R. AGENT 35.00
C. COPY 52.50
TOTAL 1,837.50
N. BANK
BALANCE DUE
REFUND

CERTIFICATE OF LIMITED PARTNERSHIP
OF
CAE GORDON LIMITED PARTNERSHIP

This Certificate of Limited Partnership is presented for filing pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act (the "Act"), Florida Statutes Annotated Chapter 620.

ONE: The name of the Limited Partnership (which is hereinafter called the "Partnership") is **CAE GORDON LIMITED PARTNERSHIP**.

TWO: The mailing address, which is the same as the street address of the principal office of the Partnership, is 11607 Springridge Road, Potomac, Maryland 20854. The street address of the initial registered office of the Partnership in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301. The name of the registered agent at such address is Corporation Service Company.

THREE: The name and address of the sole General Partner of the Partnership are:

CAE Gordon, Inc.
c/o 192 Seville H
Delray Beach, Florida 33446

P966600 28574

FOUR: The Partnership's existence shall commence as of the date of the acceptance of this Certificate of Limited Partnership by the Florida Department of State and shall continue until December 31, 2036, unless sooner dissolved in accordance with the Act or the Limited Partnership Agreement of the Partnership.

IN WITNESS WHEREOF, the undersigned General Partner has signed this Certificate of Limited Partnership as of the 23rd day of March, 1996.

GENERAL PARTNER:

CAE GORDON, INC.

By:

Michael Gordon
Michael Gordon
Title: President

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE CERTIFICATE OF LIMITED PARTNERSHIP

Corporation Service Company, an individual residing
in this state, having a business office identical with the
registered office of the corporation named below, and having
been designated as the Registered Agent in the above and
foregoing Certificate of Limited Partnership:

CAE GORDON LIMITED PARTNERSHIP

Corporation Service Company is familiar with and accepts the
obligations of the position of Registered Agent under Section
607.0505, Florida Statutes.

By: Mary T. Flowers
MARY T. FLOWERS
AUTHORIZED SERVICE REPRESENTATIVE
Typed Name: Corporation Service
Company

FILED
JAN 19 1968
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, constituting all of the General Partners of CAE GORDON LIMITED PARTNERSHIP, a Florida limited partnership, certify:

First: The amount of Capital Contributions to date of the Limited Partners is: One Thousand Dollars (\$1,000.00).


Second: The total amount contributed, and anticipated to be contributed by the Limited Partners at this time is One Million Five Hundred Thousand Dollars (\$1,500,000.00).

Under the penalties of perjury, the undersigned duly authorized officer of the General Partner declares that I have read the foregoing and know the contents thereof, and that the facts stated herein are true and correct.

GENERAL PARTNER

CAE GORDON, INC.

By:


Deborah Ciardo