

A96000002285

CHRISTOPHER "KIT" MASON
P.O. BOX 547549
ORLANDO, FLORIDA 32854-7549
November 13, 1996

Florida Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

300002019693--4
-12/04/96--01098--001
***1785.00 ***1785.00

In re: Certificate of Limited Partnership for
CCM Diversified, Ltd.

Dear Sir or Madam:

Enclosed for filing is an original and one (1) conformed copy of the Certificate of Limited Partnership for CCM Diversified, Ltd., together with an original and one conformed copy of the Affidavit of Capital Contributions for the limited partners. (The name "CCM Diversified, Ltd." was reserved by the undersigned on November 8, 1996.) Also enclosed is the filing fee of \$1,785 (\$1,750 for the Certificate and \$35 for the appointment of Registered Agent). As you will note, the Registered Agent has signed the Certificate of Limited Partnership and thus no separate Registered Agent designation is enclosed. In addition, please note that the Articles of Incorporation for the corporate general partner of the Limited Partnership are being submitted herewith.

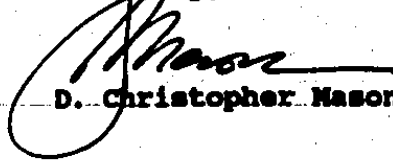
Please address your return correspondence to:

D. Christopher Mason
P.O. Box 547549
Orlando, Florida 32854-7549
Day Tel. No.: (407) 423-2550

A96-2285

Name Availability	OK 12-12
Document Examiner	JK
Updater	JK
Updater Verifier	JK
Notary Public	JK
State Seal	JK

Sincerely,



D. Christopher Mason

96 DEC 11 PM 4: 28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

CCM DIVERSIFIED, LTD.
CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, being the sole General Partner of CCM DIVERSIFIED, LTD., a Florida limited partnership (the "Limited Partnership") hereby makes, acknowledges, and files this Certificate of Limited Partnership, intending to form a limited partnership pursuant to the Florida Revised Limited Partnership Act of 1986.

1. Name of Partnership. The name of the Limited Partnership is "CCM Diversified, Ltd."

2. Address of Registered Office and Name and Address of the Initial Agent for Service of Process. The street address of the Limited Partnership's office is 1338 SW Ivanhoe Blvd., Orlando, Florida and the name and street address of the initial agent for service of process is Robert C. Wilkins, Jr., Dittmer, Wohlust, & Williams, P.A., 230 Lookout Place, Maitland, Florida 32751.

3. Signature of Registered Agent. The Registered Agent, who is familiar with, and accepts the obligations of that position, hereby indicates his acceptance of such position by affixing his signature hereto as follows:



ROBERT C. WILKINS, JR.

4. Names and Business Addresses of The General Partner. The name and business address of the sole general partner is as follows:

Name	Address
CCM Management, Inc.	1338 SW Ivanhoe Blvd. Orlando, Florida 32804

5. Mailing Address. The mailing address of the Limited Partnership is P.O. Box 547549, Orlando, Florida 32854-7549.

6. Dissolution of Limited Partnership. The latest date upon which the Limited Partnership is to dissolve is December 31, 2036.

[Signature on following page.]

95 DEC 11 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

IN WITNESS WHEREOF, the General Partner of the Partnership has hereunto caused its hand and seal to be affixed effective as of the 14th day of November, 1996.

GENERAL PARTNER:

CCM MANAGEMENT,,
a Florida corporation

ATTEST:



D. CHRISTOPHER MASON,
Secretary

By:



D. CHRISTOPHER MASON,
President

"CORPORATE SEAL"

FILED
96 DEC 11 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, CCM MANAGEMENT, INC., by its President, D. Christopher Mason, constituting the sole general partner of CCM DIVERSIFIED, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership", hereby certifies as follows:

1. The amount of the capital contributions to date of the limited partners is \$650,000.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$3,000,000.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:

CCM MANAGEMENT, INC.

By:


D. CHRISTOPHER MASON, President

This 14th day of November, 1996.

FILED
96 DEC 11 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA