

Simstate Research

Requestor's Name

A96000012308

City/State/Zip

Phone #

500002091545--8

-12/17/96--01148--009

***1855.00

***1855.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. CFI Funding VI, Ltd
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

FILED OF STATE
SECRETARY OF CORPORATIONS
96 DEC 13 PM 1:55
DIVISION OF CORPORATIONS

- Walk in
- Mail out
- Pick up time
- Will wait
- Certified Copy
- Certificate of Status
- Photocopy

RECEIVED
96 DEC 13 AM 10:16
DIVISION OF CORPORATIONS

need two

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

file 2nd

1. INF 2601 17.50
 FILING 175.00
 R. AGENT FEE 83.00
 2. COPY 52.50
 TOTAL 418.55.00
 V. BANK BALANCE DUE _____
 -CFIND

Examiner's Initials RM

12/13/96

CERTIFICATE OF LIMITED PARTNERSHIP
OF
CFI FUNDING VI, LTD.

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DIVISION OF CORPORATIONS
96 DEC 13 PM 1:55

The undersigned sole general partner, CFI General Funding VI, Inc., hereby forms a limited partnership pursuant to and in accordance with the Florida Revised Uniform Limited Partnership Act (Florida Statutes Section 620.101, et seq.) as follows:

1. Name. The name of the limited partnership (the "Partnership") is CFI Funding VI, Ltd.

2. Office Address. The address of the office of the Partnership in the State of Florida is:

c/o Michael Marder
Greenspoon, Marder, Hirschfeld,
Rafkin, Ross & Berger, P.A.
South Trust Bank Building
Suite 1100
135 West Central Boulevard
Orlando, Florida 32801

3. Registered Agent. The name and address of the registered agent of the Partnership for service of process on the Partnership in the State of Florida is:

CFI General Funding VI, Inc.
c/o Michael Marder
Greenspoon, Marder, Hirschfeld,
Rafkin, Ross & Berger, P.A.
South Trust Bank Building
Suite 1100
135 West Central Boulevard
Orlando, Florida 32801

4. General Partner. The name and business address of the General Partner is:

CFI General Funding VI, Inc.
c/o Michael Marder
Greenspoon, Marder, Hirschfeld,
Rafkin, Ross & Berger, P.A.
South Trust Bank Building
Suite 1100
135 West Central Boulevard
Orlando, Florida 32801

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5. Mailing Address. The mailing address of the Partnership is:

c/o Michael Marder
Greenspoon, Marder, Hirschfeld,
Rafkin, Ross & Berger, P.A.
South Trust Bank Building
Suite 1100
135 West Central Boulevard
Orlando, Florida 32801

6. Dissolution. The latest date upon which the Partnership will dissolve is December 31, 2050.

IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the ___ day of December, 1996.

By: CFI General Funding VI,
Inc., General Partner



By: David A. Siegel, President

STATE OF FLORIDA)
) SS:
COUNTY OF OSCEOLA)

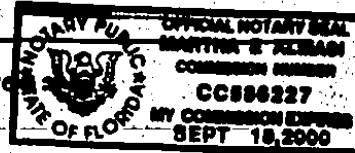
The foregoing instrument was acknowledged before me this 12 day of December, 1996, by David A. Siegel, President of CFI General Funding VI, Inc., the sole general partner of CFI Funding VI, Ltd., who is personally known to me or who has produced known to me as identification and who did take an oath.

NOTARY PUBLIC, State of Florida
(Seal)

Sign: Maria E. Adams

Print Name: _____

Commission expires _____



**CERTIFICATE DESIGNATING REGISTERED AGENT
AND REGISTERED OFFICE**

FILED STATE
SECRETARY OF CORPORATIONS
95 DEC 13 PM 1:55

In compliance with Florida Statutes Section 620.192, the following is submitted:

CFI Funding VI, Ltd., desiring to organize as a Limited Partnership under the laws of the State of Florida, has designated c/o Michael Marder, Greenspoon, Marder, Hirschfeld, Rafkin, Ross & Berger, P.A., South Trust Bank Building, Suite 1100, 135 West Central Boulevard, Orlando, Florida 32801 as its initial Registered Office, and has named CFI General Funding VI, Inc., located at the same address, as its Registered Agent.

CFI FUNDING VI, LTD.

By: CFI General Funding VI,
Inc., General Partner

By: 
David A. Siegel, President

Having been named Registered Agent for the above stated Limited Partnership, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties.


Michael E. Marder
Registered Agent

Date: 12/12/96

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned, being the sole general partner of CFI Funding VI, Ltd., a Florida limited partnership, upon penalty of perjury, certifies as follows:

1. The amount of capital contributions of the limited partners is \$10.
2. The capital contributions of the limited partner is anticipated to be a book of timeshare receivables having an outstanding principal balance of approximately \$62,000,000.00.

Dated this 12 day of December, 1996.

CFI GENERAL FUNDING VI, INC.,
as General Partner of CFI
Funding VI, Ltd.

By: 
David A. Siegel, President

STATE OF FLORIDA)
) ss :
COUNTY OF OSCEOLA)

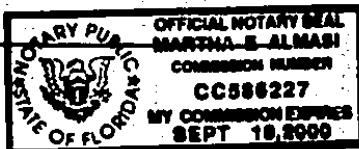
The foregoing instrument was acknowledged before me this 12 day of December, 1996, by David A. Siegel, President of CFI General Funding VI, Inc., the sole general partner of CFI Funding VI, Ltd., who is personally known to me or who has produced Personally known to me as identification and who did take an oath.

NOTARY PUBLIC, State of Florida
(Seal)

Sign: Martina E. Almasi

Print Name: _____

Commission expires _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
DEC 13 PM 1:55

A96000002308

CFI Funding VI, Ltd
Donor's Name

3601 Windhover Dr.
Address

Orlando, FL 32819-7905
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

FILED
 97 MAY 23 AM 9:15
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

- Walk in
 Pick up time _____
 Certified Copy
 Mail out
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 Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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 ***1750.00 ***1750.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report ncc
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation DCC
<input type="checkbox"/>	no ledgement DCC
<input type="checkbox"/>	W. P. Verifier DCC

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

increasing contributions
 \$602,599,587.74

A96000002308

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A
FLORIDA LIMITED PARTNERSHIP**

The undersigned general partners of CFI Funding VI, Ltd.

Florida Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.112,
Florida Statutes.

The total amount of the capital contributions of the limited partners is: \$ 62,599,574

This 10 day of April, 19 97

FURTHER AFFIANT SAYETH NOT.

*Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to
the best of my knowledge and belief.*

General Partner(s)

CFI General Funding VI, Inc.

5601 Windhover Dr. Orlando, FL. 32819

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

INHSE20(3/95)

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97 MAY 23 AM 9:10
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TALLAHASSEE, FLORIDA