

A00000000516



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 632369 10259A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 21, 2000

ORDER TIME : 11:56 AM

ORDER NO. : 632369-005

CUSTOMER NO: 10259A

CUSTOMER: Kenneth G. Arsenault, Jr., Esq
ARSENAULT & REARDON, PA
ARSENAULT & REARDON, PA
Suite 2
10225 Ulmerton Road
Largo, FL 34641

700003180457--1

-03/22/00--01080--025
***1758.75 ***1758.75

700003180457--1

-03/22/00--01080--026
*****78.75 *****78.75

DOMESTIC FILING

NAME: SOUTHWEST CDO FUND LIMITED
PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 MAR 21 PM 2:23

RECEIVED

LP-17845-W
CER 52.50
3/22



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 22 PM 4:58

March 21, 2000

JANNA WILSON
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: SOUTHVEST CDO FUND LIMITED PARTNERSHIP
Ref. Number: W00000007565

We have received your document for SOUTHVEST CDO FUND LIMITED PARTNERSHIP and check(s) totaling \$1758.75. However, your check(s) and document are being returned for the following:

PLEASE NOTE that we have RETURNED your \$1,758.75 check.

There is a \$1,750 filing fee for this partnership, and there is also a \$35.00 R.A. designation fee, and a \$52.50 fee for the Certified Copy you have requested.

Please return your filing with a TOTAL AMOUNT OF \$1,837.50.,

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 800A00015611

RECEIVED
00 MAR 22 PM 12:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32314

CERTIFICATE OF LIMITED PARTNERSHIP OF
SOUTHWEST CDO FUND LIMITED PARTNERSHIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 22 PM 4:58

1. The name of the Limited Partnership is:

Southvest CDO Fund Limited Partnership

2. The address of the office and the name and address of the agent for service of process required to be maintained by Section 610.105, Florida Statutes, are:

Arsenault & Reardon, P.A., a Florida corporation
10225 Ulmerton Road, Suite 2
Largo, Florida 33771

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned accepts the appointment as registered agent for the limited partnership pursuant to Section 610.105, Florida Statutes.

ARSENAULT & REARDON, P.A.

Dated: March 20, 2000

By: 
KENNETH G. ARSENAULT, Jr, as President

3. The name and business address of each general partner is:

General Partner:

Business Address:

Southvest CDO Fund Management, Inc.,

455 N. Indian Rocks Road
Belleair Bluffs, FL 33770

800000027384

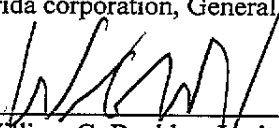
4. The mailing address of the limited partnership is:

Southvest CDO Fund Limited Partnership
455 N. Indian Rocks Road
Belleair Bluffs, FL 33770

5. The latest date upon which the limited partnership is to dissolve is December 31, 2020.

SOUTHWEST CDO FUND MANAGEMENT, INC.,
a Florida corporation, General Partner

Date: March 20, 2000

By: 
William G. Buckles, Jr., its President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS TO
SOUTHVEST CDO FUND LIMITED PARTNERSHIP


FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR 22 PM 4:58

The undersigned, constituting all of the general partners of SOUTHVEST CDO FUND LIMITED PARTNERSHIP, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$3,253,500.00 and the amount anticipated to be contributed by the limited partners at this time is \$3,253,500.00.

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


FURTHER AFFIANT SAYETH NOT



WILLIAM G. BUCKLES, JR.

This 20th day of March, 2000.

THE FOREGOING INSTRUMENT was subscribed, sworn to, and acknowledged before me this 20th day of March, 2000, by William G. Buckles, Jr. as President of Southvest CDO Fund Management, Inc, a Florida corporation as general partner of Southvest CDO Fund Limited partnership, a Florida Limited Partnership, who is personally known to me and who did take an oath.



Notary Public
My Commission Expires:

KENNETH G. ARSENAULT, JR.
Notary Public, State of Florida
My comm. exp. Dec. 21, 2002
Comm. No. CC798681