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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 132879 7236924

AUTHORIZATION :

*Patricia Pigute*

COST LIMIT : \$ 1,837.50

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ORDER DATE : June 16, 2003

ORDER TIME : 11:40 AM

ORDER NO. : 132879-005

CUSTOMER NO: 7236924

CUSTOMER: Gary A. Korn, Esq  
Leopold, Korn & Leopold, P.a.

Suite 501, 20801 Biscayne  
Blvd. Aventura Corp Center  
Aventura, FL 33180

DOMESTIC FILING

NAME: MORTGAGE INVESTMENT GROUP 38,  
LTD.

EFFECTIVE DATE:

       ARTICLES OF INCORPORATION  
XX        CERTIFICATE OF LIMITED PARTNERSHIP  
              ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX        CERTIFIED COPY  
              PLAIN STAMPED COPY  
              CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 1135

EXAMINER'S INITIALS: \_\_\_\_\_

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
MORTGAGE INVESTMENT GROUP 38, LTD.**

WE, the undersigned, desiring to form a Limited Partnership, and pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Sections 620.101 et seq., of the Florida Statutes, do hereby certify:

1. The name of the entity under which such Limited Partnership is to be conducted is MORTGAGE INVESTMENT GROUP 38, LTD.
2. The address of the office of the Limited Partnership is 307 South 21st Avenue, Hollywood, Florida 33020.
3. The agent for service of process upon the Limited Partnership is HARVEY BIRDMAN, whose address is 307 South 21st Avenue, Hollywood, Florida 33020.
4. The name and business address of the sole general partner of the Limited Partnership is HYPOLUXO COVE DEVELOPMENT LLC, a Florida limited liability company, 307 South 21st Avenue, Hollywood, Florida 33020. L03000010983
5. The name and business address of the sole limited partner of the Limited Partnership is GARY A. KORN, Trustee, 20801 Biscayne Boulevard, Suite 501, Aventura, Florida 33180.
6. The mailing address of the Limited Partnership is 307 South 21st Avenue, Hollywood, Florida 33020.
7. The latest date upon which the Limited Partnership is to dissolve is January 1, 2015.

DATED this 8<sup>th</sup> day of May, 2003.

**GENERAL PARTNER:**

HYPOLUXO COVE DEVELOPMENT LLC, a Florida limited liability company

By: \_\_\_\_\_

HARVEY BIRDMAN, Managing Member

**LIMITED PARTNER:**

GARY A. KORN, Trustee

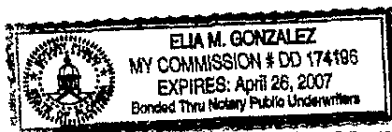
STATE OF FLORIDA )

COUNTY OF MIAMI-DADE )

SS:

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of May, 2003, by HARVEY BIRDMAN, as Managing Member of HYPOLUXO COVE DEVELOPMENT LLC, a Florida limited liability company, who is personally known to me.

My Commission Expires:



Notary Public, State of Florida

Print Name: Elia M Gonzalez

LEOPOLD, KORN & LEOPOLD, P.A.

20801 Biscayne Boulevard, Suite 501, Aventura, FL 33180 Telephone: 305-935-3500

STATE OF FLORIDA


COUNTY OF MIAMI-DADE

)  
) SS:  
)

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of May, 2003, by GARY KORN, Trustee, who is personally known to me.

My Commission Expires:



  
Notary Public, State of Florida

Print Name: Elia M. Gonzalez

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**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the designation of Registered Agent as set forth in this Certificate of Limited Partnership for MORTGAGE INVESTMENT GROUP 38, LTD., a Florida Limited Partnership.

  
HARVEY BIRDMAN, Registered Agent

**AFFIDAVIT**

STATE OF FLORIDA                     )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

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**BEFORE ME**, the undersigned authority, personally appeared HARVEY BIRDMAN ("Affiant"), who being first duly sworn, upon oath, states as follows:

1. That Affiant is the Managing Member of HYPOLUXO COVE DEVELOPMENT, LLC, a Florida limited liability company (the "Company"), and is duly authorized to execute this Affidavit on behalf of the Company.

2. That the Company is the sole general partner of MORTGAGE INVESTMENT GROUP 38, LTD., a Florida limited partnership (the "Limited Partnership") and GARY A. KORN, Trustee is the sole limited partner of the Limited Partnership.

3. That the amount of the capital contribution of the sole limited partner and the amount anticipated to be contributed by the sole limited partner is as follows:


Amount contributed:	\$ 100.00
Amount anticipated to be contributed	\$ 999,900.00

**FURTHER AFFIANT SAYETH NOT.**

  
\_\_\_\_\_  
HARVEY BIRDMAN - Affiant

**SWORN TO, ACKNOWLEDGED AND SUBSCRIBED** before me this 8<sup>th</sup> day of May, 2003, by HARVEY BIRDMAN, Affiant, who is personally known to me.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public, State of Florida



Print Name: Elia M. Gonzalez