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(City/State/Zip/Phone #)

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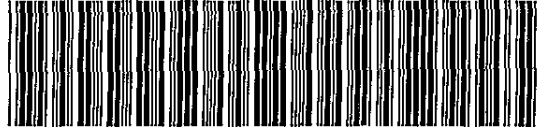
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RIVERWALK MORTGAGE, LTD.
4099 Tamiami Trail, North, Suite 305
Naples, Florida 34103

September 23, 2003

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Riverwalk Mortgage, Ltd.

Dear Sir/Madam:

Please be so kind as to file the enclosed CERTIFICATE OF LIMITED PARTNERSHIP and AFFIDAVIT for Riverwalk Mortgage, Ltd.

Also, please send a certified copy of the filing to Asa W. Candler, 4099 Tamiami Trail, North, Suite 305, Naples, Florida 34103.

Enclosed with this filing is a check made payable to the Department of State in the amount of \$1,837.50. This fee represents payment as follows: limited partnership filing fee of \$1750, registered agent filing fee of \$35 and fee of \$52.50 for the certified copy.

If you have any questions regarding this filing, please call Asa W. Candler at 293-262-3034.

Thank you for your kind assistance.

Sincerely,



Asa W. Candler

Enclosures

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TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
RIVERWALK MORTGAGE, LTD.**

A Florida Limited Partnership

1. The name of the limited partnership is **Riverwalk Mortgage, Ltd.**
2. The address of the office of the limited partnership is:

**4099 Tamiami Trail, North, Suite 305,
Naples, Florida 34103**
3. The name and address of the agent for service of process on the limited partnership is:

**Asa W. Candler
4099 Tamiami Trail, North, Suite 305,
Naples, Florida 34103**


Asa W. Candler, Registered Agent

4. The mailing address of the Limited Partnership is:

**4099 Tamiami Trail North, Suite 305,
Naples, Florida 34103**

5. The latest date upon which the partnership shall dissolve is **January 1, 2043.**

6. The Name and Address of the General Partner is:

**Riverwalk Mortgage Management Company - P03-93056
4099 Tamiami Trail, North, Suite 305,
Naples, Florida 34103**

Under 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.

Signed this 22 day of September, 2003

Sole General Partner

Riverwalk Mortgage Management Company

By: 
William E. Fitzgerald, President

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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR
FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of Riverwalk Mortgage, Ltd., a Florida Limited Partnership, certify:

The amount of the capital contributions to date of the limited partners is \$ -0- .

The total amount contributed and anticipated to be contributed by the limited partners at this time is \$2,000,000.

FURTHER AFFIANT SAYETH NOT.

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

General Partner:

Riverwalk Mortgage Management Company

By: [Signature]
William F. Fitzgerald, President

Executed this date: September 22, 2003

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to and subscribed before me this date September 22, 2003 by
William F. Fitzgerald, personally known to me, President of Riverwalk Mortgage
Management Company, General Partner.

[Signature]
Notary Public, State of Florida

Lee Anne Reed
Notary's Name Printed

SEAL/STAMP

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