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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 407718 7236924

AUTHORIZATION :

Patricia Piquero

COST LIMIT : \$ 1785.00

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ORDER DATE : June 3, 2005

ORDER TIME : 3:14 PM

ORDER NO. : 407718-005

CUSTOMER NO: 7236924

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

Suite 501
20801 Biscayne Blvd.
Aventura, FL 33180

DOMESTIC FILING

NAME: MORTGAGE INVESTMENT GROUP 53,
LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: _____

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MORTGAGE INVESTMENT GROUP 53, LTD.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 53, 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 HARRIS FRIEDMAN, 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 KEYS MARINAS II, L.L.C., a Florida limited liability company, 307 South 21st Avenue, Hollywood, Florida 33020.

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 1st day of June, 2005.

GENERAL PARTNER:

KEYS MARINAS II, L.L.C., a Florida limited liability company

By: SUNVEST RESORT COMMUNITIES, L.C., a Florida limited liability company, its Manager

By: 
HARRIS FRIEDMAN, Manager

LIMITED PARTNER:


GARY A. KORN, Trustee

[Notarial acknowledgments continued on next page]

LEOPOLD, KORN & LEOPOLD, P.A.

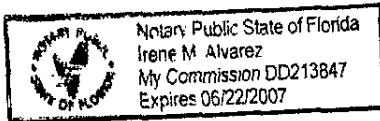
20801 Biscayne Boulevard, Suite 501, Aventura, FL 33180 Telephone: 305-935-3500

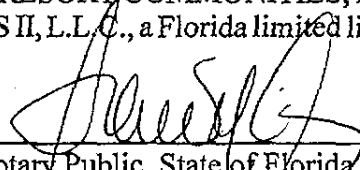
[Notarial acknowledgments continued from previous page]

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

The foregoing instrument was acknowledged before me this 1ST day of June, 2005, by HARRIS FRIEDMAN, Manager of SUNVEST RESORT COMMUNITIES, L.C., a Florida limited liability company, Manager of KEYS MARINAS II, L.L.C., a Florida limited liability company, who is personally known to me.

My Commission Expires: _____





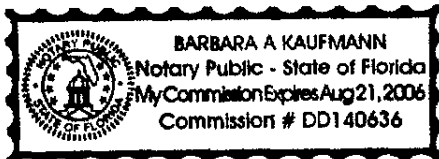
Notary Public, State of Florida

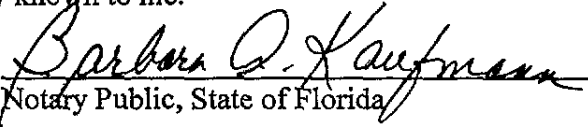
Print Name: Irene M. Alvarez

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

The foregoing instrument was acknowledged before me this 2nd day of June, 2005, by GARY A. KORN, Trustee, who is personally known to me.

My Commission Expires: _____





Notary Public, State of Florida

Print Name: Barbara A. Kaufmann

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 53, LTD., a Florida Limited Partnership.



HARRIS FRIEDMAN, Registered Agent

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

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