

A 9500000 140

WILLIAM T. GRAVES
(704) 377-8323

ROBINSON, BRADSHAW & HINSON, P.A.
1900 INDEPENDENCE CENTER
101 NORTH TRYON STREET
CHARLOTTE, NORTH CAROLINA 28246
TELEPHONE (704) 377-2536
FAX (704) 378-4000

SOUTH CAROLINA OFFICE
THE GUARDIAN BUILDING
ONE LAW PLACE - SUITE 600
P.O. DRAWER 12070
ROCK HILL, S.C. 29731
TELEPHONE (803) 325-2900
FAX (803) 325-2939

January 26, 1995

VIA FEDERAL EXPRESS

Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Attention: Limited Partnership Division

Re: Faison-International Drive Limited Partnership
and
FCD-International Drive Limited Partnership

Dear Sir/Madam:

Please find enclosed herein the following documents for filing with your office:

1. Two (2) originals of the Certificate of Limited Partnership with two (2) originals of the Affidavit of Capital Contributions of the Limited Partners of Faison-International Drive Limited Partnership attached thereto.
1. Two (2) originals of the Certificate of Limited Partnership with two (2) originals of the Affidavit of Capital Contributions of the Limited Partners of FCD-International Drive Limited Partnership attached thereto.

Also enclosed please find our firm's check in the amount of \$175.00 to cover the filing fee for same. Please file these documents and return copies to us showing filing information in the enclosed, self-addressed, stamped envelope.

Please contact the undersigned should you have any questions.

Sincerely,

ROBINSON, BRADSHAW & HINSON, P.A.

William T. Graves
William T. Graves

WTG/wm
Enclosures

1/27/95
C. TAX _____
FILING _____ 52.50
R. AGENT FEE _____ 35.00
C. COPY _____
TOTAL _____ 87.50
N. BANK _____
BALANCE DUE _____

000001895689
-02/01/95--01087--001
****175.00 ****87.50

pick up 11:00

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned general partner hereby files this Certificate of Limited Partnership of Faison-International Drive Limited Partnership (the "Partnership") with the Florida Department of State in order to form a limited partnership pursuant to Section 620.108 of the Florida Revised Limited Partnership Act (1986) (the "Act").

1. Name. The name of the Partnership is Faison-International Drive Limited Partnership.

2. Business Address. The business address of the Partnership in the State of Florida and the address at which the Partnership shall keep the records regarding the name, addresses and capital contributions of its limited partners is as follows:

Suite 500
225 E. Robinson St.
Orlando, Florida 32801
Attention: Mr. John M. Joyce

3. General Partner. The name and the business address of the general partner of the limited partnership is:

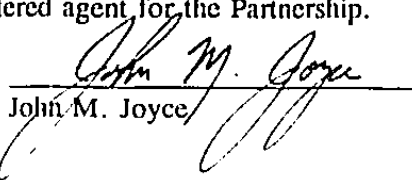
FCD-International Drive Limited Partnership
121 West Trade Street
1900 Interstate Tower
Charlotte, North Carolina 28202-5399
Attention: Mr. Robert W. Liptak

794,000,00139

4. Registered Agent and Registered Office. The name and address of the registered agent for service of process are:

Mr. John M. Joyce
Suite 500
225 E. Robinson St.
Orlando, Florida 32801

The registered agent has signed in the space below to evidence his acceptance of his appointment as registered agent for the Partnership.


John M. Joyce

Date: 1/17/95

5. Partnership Mailing Address. The mailing address for the limited partnership is:

121 West Trade Street
1900 Interstate Tower
Charlotte, North Carolina 28202-5399

6. Latest Dissolution Date. The latest date upon which the limited partnership is to dissolve is December 31, 2015.

Signed this 18th day of January, 1995.

FCD-INTERNATIONAL DRIVE LIMITED
PARTNERSHIP, a Florida limited
partnership, General Partner

BY: Faison Capital Development, Inc., General
Partner

By:

[Signature]
Invest. Colpepper IV, Vice President

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

THE FOREGOING instrument was acknowledged and sworn to before me, this 18th
day of January, 1995, by Invest. Colpepper IV, Vice
President of Faison Capital Development, Inc., General Partner of FCD-International Drive
Limited Partnership, a North Carolina limited partnership.

[Signature]
Notary Public

State of North Carolina at Large

My Commission Expires: My Commission Expires May 15, 1996

[NOTARIAL SEAL]

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
OF THE LIMITED PARTNERS OF FAISON-INTERNATIONAL DRIVE LIMITED
PARTNERSHIP, A FLORIDA LIMITED PARTNERSHIP**

BEFORE ME the undersigned personally appeared James H. Cooper, Jr., Vice
President of Faison Capital Development, Inc., a North Carolina corporation, general partner
of FCD-International Drive Limited Partnership, a Florida limited partnership, general
partner of Faison-International Drive Limited Partnership, a Florida limited partnership
(hereinafter referred to as the "Partnership"), who certifies as follows:

1. The amount of capital contributions of the limited partners of the Partnership is
Fifty Dollars (\$50.00).

2. The anticipated amount of the capital contributions of the limited partners that are
allocated for the purposes of transacting business in Florida is Fifty Dollars (\$50.00).

This 18th day of January, 1995.

FURTHER AFFIANT SAYETH NOT.

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.

FAISON CAPITAL DEVELOPMENT, INC., a
North Carolina corporation, General Partner of
FCD-International Drive Limited Partnership,
General Partner of Faison-International Drive
Limited Partnership

By:

James H. Cooper, Jr., Vice President

STATE OF NORTH CAROLINA
COUNTY OF MECKLENBURG

January 18, 1995

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared J. C. A. (Grip) P. P. P., P. C. C. President of Paison Capital Development, Inc., General Partner of FCD-International Drive Limited Partnership, General Partner of Paison-International Drive Limited Partnership, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as the President of the General Partner of FCD-International Drive Limited Partnership which is, in turn, the General Partner of Paison-International Drive Limited Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 18th day of January, 1995.

J. C. A. (Grip) P. P. P.
Notary Public

State of North Carolina at Large

My Commission Expires: My Commission Expires May 15, 1996

[NOTARIAL SEAL]

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
'1996



FLORIDA DEPARTMENT OF STATE
Charles W. Norton
Secretary of State
DIVISION OF CORPORATIONS

FILED

1995 OCT -2 PM 1:47

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
A95000000140

FAISON-INTERNATIONAL DRIVE LIMITED PARTNERSHIP

Mailing Address
1000 INTERSTATE TOWER
121 WEST TRADE STREET
CHARLOTTE NC 28202-5399

Principal Office Address
200 EAST ROBINSON STREET, SUITE 500
ORLANDO FL 32801

2. New Mailing Address, if Applicable

State, Apt. #, etc. **Attn: Legal Dept.**
City, State & Zip

2a. New Principal Office Address, if Applicable

State, Apt. #, etc.
City, State & Zip

3. Date Formed or Registered to Do Business in
FLORIDA 01/27/1995

3a. Date of Last Report

4. State or Country of Formation
FL

5a. Capital Contributions as Shown
on Record
\$50.00

5b. Amount of Capital Contributions in
FLORIDA to date

6. FID Number
56-1905711

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$0.75 Additional Fee required
for a Certificate of Status

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$181.25 (\$52.50 + \$138.75) AND NO MORE THAN \$570.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE.

9. Name and Address of Current Registered Agent

JOYCE, JOHN M
225 E. ROBINSON STREET, SUITE 500
ORLANDO FL 32801

10. If changed, new Registered Agent/Office

Name

Street Address (P.O. Box Number is Not Acceptable)

State, Apt. #, etc.

City

~~488881-606464~~
~~-10/11/95--01063--018~~
~~***191.25 ***191.25~~
FL

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above-named limited partnership org. nized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent I am familiar with, and accept the obligations of section 620.102, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

11b. City, State & Zip Code

11c. Registration/
Document Number

FCU-INTERNATIONAL DRIVE LIMI

121 WEST TRADE STREET

CHARLOTTE NC 28202

A95000000139

AR - \$52.50
SF - 138.75

10/5/95

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

DATE

9-27-95

Typed or Printed Name of General Partner Signing Form

Elizabeth M. Joffe, Assoc. Secy of Faison
CAPITAL DEVELOPMENT, INC., General Partner

Telephone Number

704.331.2572

0000288

CR2503 (6/95)