A95000000883

SENT BY: 6-12-95 ; 16:35 ;GEIGER KASDIN HELLER→ DIV OF CORPORATIONS;# 1/ 3

6/12/95 FLORIDA DIVISION OF CORPORATIONS 4:22 PM
PUBLIC ACCESS SYSTEM
(((H95000006567))) ELECTRONIC FILING COVER SHEET
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131-
CONTACT: BEVERLY O RIEDY
PHONE: (305) 372-5000
FAX: (305) 372-0052

(((H95000006567)))
DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP
NAME: BARON FIRST TIME BUYER MORTGAGE FUND, LTD.
FAX AUDIT NUMBER: H95000006567
CURRENT STATUS: REQUESTED
DATE REQUESTED: 06/12/1995
TIME REQUESTED: 16:22:10
CERTIFIED COPIES: 1
CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 2
METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: $140.00
ACCOUNT NUMBER: 076030000723

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ENTER SELECTION AND <CR>:
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FILED
1995 JUN 13 AM 10
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
409 EAST GAINES STREET

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,
1428 BRICKELL AVE
6TH FLOOR
MIAMI FL 33131-

FAX H95-6567

CERTIFICATE OF LIMITED PARTNERSHIP
OF
BARON FIRST TIME BUYER MORTGAGE FUND, LTD.

A95000000883

FILED 1995 JUN 13 AM 10 50 TALLAHASSEE, FLORIDA

1. The name of the Limited Partnership is: BARON FIRST TIME BUYER MORTGAGE FUND, LTD.

2. The address of the office and the name and address of the agent for service of process required to be maintained by F.S. §620.105 are:

Gregory K. MCGRATH
c/o Baron Capital VIII, Inc.
28050 U.S. Highway, 19 North, Suite 301
Clearwater, Florida 34621

3. The name and business address of the General Partner is:

BARON CAPITAL VIII, INC.
28050 U.S. Highway, 19 North, Suite 301
Clearwater, Florida 34621

4. The principal address and the mailing address for the Limited Partnership is:

c/o Gregory K. McGrath
28050 U.S. Highway, 19 North, Suite 301
Clearwater, Florida 34621

5. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2025.

6. There are no other matters to include herein.

DATED this 12th day of JUNE, 1995.

BARON CAPITAL VIII, INC.
a Florida corporation

By: [signature]
Gregory K. McGrath, President

[signature]
Gregory K. McGrath
Registered Agent

Robert S. Geiger, Esq.
GEIGER, KASDIN, HELLER, KUPERSTEIN, CHAMES & WEIL, P.A.
1428 Brickell Avenue, 8th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Florida Bar Number: 192208

FA# H95- 6567

FILED
1995 JUN 13 AM 10 50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTION
OF
BARON FIRST TIME BUYER MORTGAGE FUND, LTD.

STATE OF FLORIDA :
: ss:
COUNTY OF PINELLAS :

BEFORE ME personally appeared Gregory K. McGrath, as President of Baron Capital VIII, Inc., a Florida corporation, the General Partner of Baron First Time Buyer Mortgage Fund, Ltd., who, after being first duly cautioned and sworn, deposes and says:

1. I have personal knowledge of the matters contained herein.

2. I am the President of Baron Capital VIII, Inc., a Florida corporation, the sole General Partner of Baron First Time Buyer Mortgage Fund, Ltd.

3. The amount of capital contributions of the Limited Partnership is $99.00, and no further capital contributions are anticipated to be made by the Limited Partner.

FURTHER AFFIANT SAYETH NAUGHT.

BARON CAPITAL VIII, INC.,
General Partner

By: _____
Gregory K. McGrath, President

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
Sandra Mortham
Secretary of State
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 22 AM 9:41

1. Name of Limited Partnership

1a. DOCUMENT #
A95000000883

BARON FIRST TIME BUYER MORTGAGE FUND, LTD.

DO NOT WRITE IN THIS SPACE

2. New Mailing Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

2a. New Principal Office Address, if Applicable

Suite, Apt. #, etc.

City, State & Zip

Mailing Address	Principal Office Address
C/O GREGORY K. MCGRATH	C/O GREGORY K. MCGRATH
28050 US HIGHWAY, 19 NORTH, STE. 301	28050 US HIGHWAY, 19 NORTH, STE. 301
CLEARWATER FL 34621	CLEARWATER FL 34621

If above addresses are incorrect in any way, line through the incorrect information and write correct address in Block 2 and/or 2a.

500001577545
-01/03/96--01124--024
****191.25 ****191.25

3. Date Formed or Reg. stered to Do Business in FLORIDA	3a. Date of Last Report	4. State or Country of Formation
06/13/1995		FL

5a. Capital Contributions as Shown on Record	5b. Amount of Capital Contributions in FLORIDA to date	6. FEI Number	7. CERTIFICATE OF STATUS REQUIRED
$99.00		Applied For	Applied For / Not Applicable

$8.75 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 $191.25 ($52.50 + $138.75) AND NO MORE THAN $576.25 ($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	10. If changed, new Registered Agent/Office
MCGRATH, GREGORY K C/O BARON CAPITAL VIII, INC. 28050 US HIGHWAY, 19 NORTH, STE. 301 CLEARWATER FL 34621	Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City FL Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above-named limited partnership organized 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
BARON CAPITAL VIII, INC.	28050 U.S. HIGHWAY, 1	CLEARWATER FL 34621	P95000044530

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

12. I/We hereby certify that the information supplied with this filing is accurate and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(i) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this report is true and complete and that my signature shall have the same legal effect 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 Gregory K. McGrath DATE 9/26/95

Typed or Printed Name of General Partner Signing Form: Gregory K. McGrath Telephone Number

CR2E003 (6/95)

0006704