

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

A95000001793 FILED

LIMITED PARTNERSHIP
ANNUAL REPORT
1995



DIVISION OF CORPORATIONS

1995 DEC 11 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership
Bernex Option Income Fund, Ltd.

1a. DOCUMENT #
A95000001793

2. New Mailing Address, if Applicable

Mailing Address
**146 W. Sunrise Ave.
Coral Gables, FL 33133**

Principal Office Address
**3500 International Place
100 S.E. 2nd St.
MIAMI, FL 33131-2130**

Suite Apt # etc
City State & Zip

2a. New Principal Office Address, if Applicable

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

3. Date Formed or Registered to Do Business in FLORIDA
NOV. 16, 1995

3a. Date of Last Report
N/A

4. State or Country of Formation
FLOR. 0A

Suite Apt # etc
City State & Zip

5a. Capital Contributions as Shown on Record
10,000,000.

5b. Amount of Capital Contributions in FLORIDA to date
200.00

6. FEI Number
Applied for

7. CERTIFICATE OF STATUS REQUIRED

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
**Neil J. BERMAN
3500 International Place
100 S.E. 2nd Street
MIAMI, FL 33131-2130**

10. If changed, new Registered Agent/Office

Name
Street Address (P.O. Box Number is Not Acceptable)
Suite Apt # etc
City State & Zip
FL

10a. Pursuant to the provisions of sections 620.1051 and 620.192 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 620.192 Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment) _____ DATE _____

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

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. Registrar's Document Number
Bernex Capital Management Corp. 146 W. Sunrise Avenue Coral Gables, FL 33133	146 W. Sunrise Avenue	Coral Gables, FL 33133	000001662340 -12/15/95--01021--009 ****200.00 ****200.00

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 provided by chapter 620 Florida Statutes.

SIGNATURE *Neil J. Berman, Pres.*
Neil J. Berman, Pres.

DATE **12/6/95**

Typed or Printed Name of General Partner Signer (Form) Telephone Number

CR2E003 (6/95)

1301 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9771
904-222-0393 FAX

800-343-8086

AA5000001793



ACCOUNT NO. : 072100000032

REFERENCE : 719703 122584A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 30, 1995

ORDER TIME : 10:25 AM

ORDER NO. : 719703

CUSTOMER NO: 122584A

CUSTOMER: Karen Orlin, Legal Assistant
BERMAN WOLFE & RENNERT, P.A.

Suite 3500
100 S.e. Second Street
Miami, FL 33131

400001648224
-11/29/95--01018-015
***1837.50 ***1837.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 NOV 16 PM 4:16

DOMESTIC FILING

NAME: BERNEK OPTION INCOME FUND,
L.P.

G. TAX _____
FILING 1750.00
R. AGENT FEE 95.00
C. COPY 52.50
TOTAL 1837.50
N. BANK _____
BALANCE DUE _____
REFUND _____

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XXX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: NRK

RECEIVED
95 NOV 16 AM 11:20
DIVISION OF CORPORATIONS

11/16/95

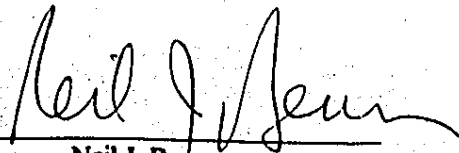
**CERTIFICATE OF LIMITED PARTNERSHIP
OF
BERNEX OPTION INCOME FUND, LTD.**

Business Address: 3500 NationsBank Tower
100 S.E. Second Street
Miami, Florida 33131-2130

Registered Agent: Neil J. Berman
3500 NationsBank Tower
100 S.E. Second Street
Miami, Florida 33131-2130

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DIVISION OF CORPORATIONS
95 NOV 16 PM 4: 16

**Registered Agent's
Signature, accepting
designation as Reg.
Agent for Service of
Process:**


Neil J. Berman


**Mailing Address of
Limited Partnership:** 3500 NationsBank Tower
100 S.E. Second Street
Miami, Florida 33131-2130

**Sole General
Partner:** Bernex Capital Management Corp., a Florida Corporation
3500 NationsBank Tower
100 S.E. Second Street
Miami, Florida 33131-2130

995000029786

Signed this 27th day of October, 1995.

Bernex Capital Management Corp.

By 
Neil J. Berman, President

(Corp. Seal)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, constituting all of the general partners of Bernex Option Income Fund, LTD., a Florida Limited Partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$200.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$10,000,000.00.

This 23rd day of October, 1995

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.

BERNEX CAPITAL MANAGEMENT CORP.

By: _____

Neil J. Berman, President

G:\WB\BERNAX.N15

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SECRETARY OF CORPORATIONS
95 NOV 16 PM 4: 16