

DEC-26-1995 13:57

12-22-95 : 13:49 :

GEIGER KASDIN -

305-444-8828

P.01

SENT BY:

12/22/95

A95000002032

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM

(((H95000014361)))
TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

ELECTRONIC FILING COVER SHEET

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

FILED 12:28 PM

DEC 26 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT TYPE: FLORIDA LIMITED PARTNERSHIP
NAME: BARON FIRST TIME HOME BUYER MORTGAGE PARTNERSHIP II,
FAX AUDIT NUMBER: H95000014361
DATE REQUESTED: 12/22/1995
CURRENT STATUS: REQUESTED
CERTIFIED COPIES: 1
TIME REQUESTED: 13:28:04
NUMBER OF PAGES: 3
CERTIFICATE OF STATUS: 0
ESTIMATED CHARGE: \$140.00
METHOD OF DELIVERY: FAX
ACCOUNT NUMBER: 076030000723

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12/22/95

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PUBLIC ACCESS SYSTEM

1:28 PM

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A95000002032

Name	
Document Examiner	KWM
Updater	KWM
Updater Verifier	KAM
Admin. Verifier	KWM
W. P. Verifier	KWM

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95 DEC 26 PM 2:35

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12-24

DEC-26-1995 14:02
SENT BY:

12-22-95 13:00

3054448828

P.03

FILED

95 DEC 26 AM 9: 01

FA# N95-14361

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

BARON FIRST TIME HOME BUYER MORTGAGE PARTNERSHIP II, LTD.

1. The name of the Limited Partnership is: **BARON FIRST TIME HOME BUYER MORTGAGE PARTNERSHIP II, 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 is:

GREGORY MCGRATH
28050 U.S. Highway, 19 North
Suite 301
Clearwater, Florida 34621

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

BARON CAPITAL XV, INC. - P95000094631
c/o Gregory McGrath
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 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 ____ day of DECEMBER, 1995.

Signed, sealed and delivered
in the presence of:

[Signature]
[Signature]

BARON CAPITAL XV, INC.,
a Florida corporation

[Signature]
Gregory McGrath, President

Keith J. Blum, Esq.
OIGER, KARDIN, HELLER, KUPERSTEIN,
CHAMBERS & NEIL, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Facsimile: (305) 372-0052
Florida Bar Number: 879185

[Signature]
Gregory McGrath
Registered Agent

FA# N95-14361

1

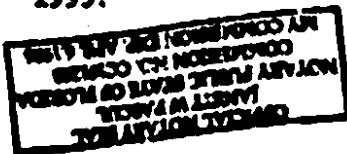
NOTED 1002 P. 1000 P. 1000 P. 1000 P. 1000

FA# M95-14361

STATE OF FLORIDA :
Dade : SS:
COUNTY OF PINELLAS :

The foregoing instrument was acknowledged before me by Gregory McGrath, as President of Baron Capital XV, Inc., a Florida corporation, General Partner of Baron First Time Home Buyer Mortgage Partnership II, Ltd., a Florida limited partnership. Gregory McGrath is personally known to me.

WITNESS my hand and official seal this 26 day of DECEMBER, 1995.



Janett Pascual
NOTARY PUBLIC,
State of Florida at Large
Janett Pascual
Print Name

My Commission Expires:

FA# M95-14361

PA0 N95-14361

**AFFIDAVIT OF CAPITAL CONTRIBUTION
OF
BARON FIRST TIME HOME BUYER MORTGAGE PARTNERSHIP II, LTD.**

STATE OF FLORIDA :
COUNTY OF PINELLAS : ss:

BEFORE ME personally appeared Gregory K. McGrath, as President of Baron Capital XV, Inc., a Florida corporation, the General Partner of Baron First Time Home Buyer Mortgage Partnership II, 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 XV, Inc., a Florida corporation, the sole General Partner of Baron First Time Home Buyer Mortgage Partnership II, 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 XV, INC.,
General Partner

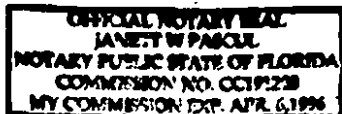

Gregory K. McGrath, President

The foregoing instrument was acknowledged before me this 26 day of December, 1995, by Gregory K. McGrath, who is personally known to me.


Notary Public,
State of Florida at Large

My Commission Expires:

4-6-96



PA0: N95-14361

FILE ON OR BEFORE APRIL 5, 1996 TO AVOID
REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Northam
Secretary of State
DIVISION OF CORPORATIONS

FILED

96 MAR 27 PM 1:46

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
A95000002032

**BARON FIRST TIME HOME BUYER MORTGAGE PARTNERSHIP
II, LTD.**

Mailing Address

C/O GREGORY MCGRATH
2800 U.S. HIGHWAY, 19 NORTH, STE. 301
CLEARWATER FL 34621

Principal Office Address

C/O GREGORY MCGRATH
2800 U.S. HIGHWAY, 19 NORTH, STE. 301
CLEARWATER FL 34621

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

3. Date Formed or Registered to Do Business in
FLORIDA
12/26/1995

3a. Date of Last Report

4. State or Country of Formation
FL

5a. Capital Contributions, as Shown
on Record
\$99.00

5b. Amount of Capital Contributions in
FLORIDA to L.P.

6. FEI Number

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

Additional fee required
to obtain certificate of status

8. FEE* 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 \$437.50 (\$437.50 + \$138.75)

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.

NOTE: CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

MCGRATH, GREGORY
2800 U.S. HIGHWAY, 19 NORTH
STE. 301
CLEARWATER FL 34621

10. If changed, new Registered Agent/Office

Name

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

800001762138

State, Apt. #, etc.

03729736--01020--006

City

*****200.00 ***200.00**

Zip Code

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 is 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)

BARON CAPITAL XV, INC.

11a. Address of Each General Partner
(Do Not Use Post Office Box Number)

**2800 U.S. HIGHWAY, 19
7775 Cooper Rd
Cincinnati,
Ohio
45242**

11b. City, State & Zip Code

CLEARWATER FL 34621

11c. Registration/
Document Number

P050000002031

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 sign this report as provided by chapter 620, Florida Statutes.

SIGNATURE

Typed or Printed Name of General Partner Signing Form

Gregory K. McGrath

DATE

Telephone Number

**3/21/96
800-558-8055**

CRCE003 (11/95)