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TALLAHASSEE, FL 32301

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 26 PM 3: 17

ACCOUNT NO. : 072100000032
REFERENCE : 057251 0690A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : February 23, 1996

ORDER TIME : 10:07 AM

ORDER NO. : 057251

CUSTOMER NO : 0690A

CUSTOMER : Gary Korn, Esq
BEDZOW KORN & KAN,

P. O. Box 0020

Hallandale, FL 33008

G. TAX _____
FILING _____ 17.50
R. AGENT FEE _____ 25.00
C. COPY _____ 52.50
TOTAL _____ 1.8 37.50
N. BANK _____
BALANCE DUE _____
PAID _____

2/26/96
BA

Handwritten signature

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-02/28/96--01048--008
***1837.50 ***1837.50

DOMESTIC FILING

NAME : HUNTERS RUN MORTGAGE GROUP,
LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

BA
2/26/96

RECEIVED
95 FEB 23 AM 11: 07
DIVISION OF CORPORATIONS

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
HUNTERS RUN MORTGAGE GROUP LTD.**

RECEIVED
SECRETARY OF STATE
95 FEB 26 10 31 AM '96

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 the Limited Partnership is to be conducted is HUNTERS RUN MORTGAGE GROUP LTD.

2. The address of the office of the Limited Partnership is 3581 N.W. 61st Circle, Boca Raton, Florida 33496.

3. The agent for service of process upon the Limited Partnership is GARY A. KORN, whose address is 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180.

4. The name and business address of the sole general partner of the Limited Partnership is HOME DEVELOPMENT CORP. OF SOUTH FLORIDA I, a Florida corporation, 3581 N.W. 61st Circle, Boca Raton, Florida 33496.

5. The names and business addresses of the limited partners of the Limited Partnership are:

<u>NAME OF LIMITED PARTNER</u>	<u>ADDRESS OF LIMITED PARTNER</u>
ANDREW STEINBERG	1065 N.E. 125th Street, Suite No. 102 North Miami, Florida 33181
BARBARA J. KORFF, AS TRUSTEE OF THE HOME DEVCO IRREVOCABLE TRUST	3581 N.W. 61st Circle Boca Raton, Florida 33496

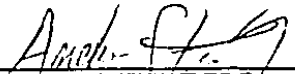
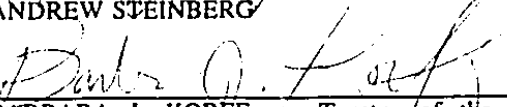
6. The mailing address of the Limited Partnership is 3581 N.W. 61st Circle, Boca Raton, Florida 33496.

7. The latest date upon which the Limited Partnership is to dissolve is December 31, 2025.

DATED this 22nd day of February, 1996.

GENERAL PARTNER:
**HOME DEVELOPMENT CORP. OF SOUTH
FLORIDA I, a Florida corporation**

By: 
ANDREW STEINBERG, President

LIMITED PARTNERS:

ANDREW STEINBERG

BARBARA J. KORFF, as Trustee of the HOME
DEVCO IRREVOCABLE TRUST

95 FEB 29 PM 3:00
DIVISION OF CORPORATIONS
STATE OF FLORIDA

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 20 day of February, 1996 by ANDREW STEINBERG, as President of HOME DEVELOPMENT OF SOUTH FLORIDA I, a Florida corporation, on behalf of the corporation, who is personally known to me and who did not take an oath.

My Commission Expires:

OFFICIAL NOTARY SEAL
KENYA ROSADO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC314170
MY COMMISSION EXP. OCT. 21, 1997

Kenya Rosado
Notary Public, State of Florida

Print Name: Kenya Rosado

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 22 day of February, 1996 by ANDREW STEINBERG, who is personally known to me and who did not take an oath.

My Commission Expires:

OFFICIAL NOTARY SEAL
KENYA ROSADO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC314170
MY COMMISSION EXP. OCT. 21, 1997

Kenya Rosado
Notary Public, State of Florida

Print Name: Kenya Rosado

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 22 day of February, 1996 by BARBARA J. KORFF, as Trustee of the HOME DEVCO IRRECOVABLE TRUST, who is personally known to me and who did not take an oath.

My Commission Expires:

OFFICIAL NOTARY SEAL
KENYA ROSADO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC314170
MY COMMISSION EXP. OCT. 21, 1997

Kenya Rosado
Notary Public, State of Florida

Print Name: Kenya Rosado

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the designation of Registered Agent as set forth in this Certificate of Limited Partnership for HUNTERS RUN MORTGAGE GROUP LTD., a Florida Limited Partnership.

GARY A. KORN
Registered Agent

AFFIDAVIT

FILED STATE
SECRETARY OF CORPORATIONS
96 FEB 26 PM 3:17

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority personally appeared ANDREW STEINBERG ("Affiant"), who being first duly sworn, upon oath, states as follows:

1. That Affiant is the President of HOME DEVELOPMENT CORP. OF SOUTH FLORIDA I, a Florida corporation ("Corporation"), and is duly authorized to execute this Affidavit on behalf of the Corporation.

2. That the Corporation is the sole general partner of HUNTERS RUN MORTGAGE GROUP LTD, a Florida Limited Partnership (the "Limited Partnership") and ANDREW STEINBERG and BARBARA J. KORFF, AS TRUSTEE OF THE HOME DEVCO IRREVOCABLE TRUST are the sole limited partners of the Limited Partnership.

3. That the amount of the capital contribution of the limited partners and the amount anticipated to be contributed by the limited partners is as follows:

Amount contributed:	\$ 100,000.00
Amount anticipated to be contributed	\$2,400,000.00
Total anticipated amount	<u>\$2,500,000.00</u>

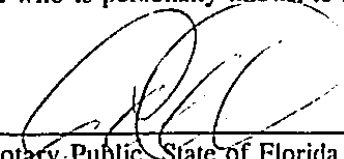
FURTHER AFFIANT SAYETH NOT.



ANDREW STEINBERG - Affiant

SWORN TO, ACKNOWLEDGED AND SUBSCRIBED before me this 22nd day of February, 1996 by ANDREW STEINBERG, Affiant who is personally known to me and who did take an oath.

My Commission Expires:



Notary Public, State of Florida

Print Name _____

