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Via Federal Express

June 21, 1996

Florida Department of State
Division Of Corporations
409 E. Gaines St.
Tallahassee, Florida 32399

Re: Hogan Investment Company, Ltd.

Dear Sir/Madam:

Enclosed please find the "Certificate of Limited Partnership" for Hogan Investment Company, and the Affidavit of W. Rodgers Moore, as Vice President of Hogan Capital Corporation, the general partner, regarding the capital contributions to the limited partnership by the limited partners.

Attached to this letter please find a check totaling \$1785.00. This represents \$35.00 for the designation of the registered agent and the filing fee of \$1750.00 based on the statements of the paid in capital. Any questions or notice of any problems, as well as acknowledgment of the acceptance of this filing, should be directed to:

W. Rodgers Moore, Esq.
W. Rodgers Moore, P.A.
4800 N. Federal Highway, Suite 210-A
Boca Raton, Florida 33431
ph. (407) 394-7910
fx. (407) 393-6541

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***1785.00 ***1785.00

Please acknowledge receipt of this letter and the enclosures by date stamping the enclosed copy of this letter and return the same to me in the Federal Express package provided, together with the notice of document number.

Thank you for your assistance in this matter.

Name	OK 7-2
Availability	
Document Examiner	OK
Updater	OK
Updater Verifier	OK
Acknowledgment	OK
W. P. Verifier	OK

Very truly yours,

W. RODGERS MOORE, P.A.

By: [Signature]
W. Rodgers Moore, Esquire

WRM/dmc
Enclosures

HOGAN INVESTMENT COMPANY, LTD.

CERTIFICATE OF LIMITED PARTNERSHIP

The undersigned, for the purpose of forming a limited partnership and being the Vice President of Hogan Capital Corporation, a Florida Corporation the sole general partner thereof, hereby certify:

1. Name. The name of the limited partnership is:

Hogan Investment Company, Ltd. The address of principal office is: 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431.

2. Address and Registered Agent. The address of the office and the name and address of the agent for service for process as required by Section 305 of the Florida Revised Limited Partnership Act are as follows:

(a) Office. 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431.

(b) Name and Address of Agent for Service. W. Rodgers Moore, 4800 N. Federal Highway, Suite 210-A, Boca Raton, Florida 33431.

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

P96000054330
Hogan Capital Corporation
4800 N. Federal Highway, Suite 210-A
Boca Raton, Fl. 33431

4. Latest Date for Dissolution. The latest date for which the limited partnership is dissolved is December 31, 2100.

Executed this day of June, 1996.

Hogan Capital Corporation

By: W. Rodgers Moore
W. Rodgers Moore, Vice President

Acceptance of Registered Agent

The undersigned by his signature hereby accepts designation as Registered Agent for Service of Process.

W. Rodgers Moore
Dated June 1996

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned sole general partner of Hogan Investment Company, Ltd., a Florida Limited Partnership, hereby certifies that:

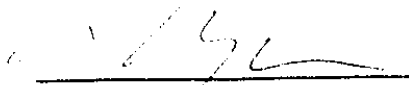
The amount of capital contributions to date of the limited partners is \$10.00.

Affiant hereby executes this Affidavit in his capacity as Vice President of Hogan Capital Corporation, the general partner.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$22,075,663.00.

FURTHER AFFIANT SAYETH NOT.

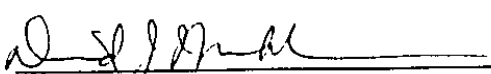
Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.


W. Rodgers Moore

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

Before me, the undersigned authority, duly authorized to administer oaths and acknowledgements appeared W. Rodgers Moore as Vice President of Hogan Capital Corporation. He is personally known to me and did take an oath.

Witnessed my hand and seal this 25th day of June, 1996.


NOTARY PUBLIC

DAVID J. MENKHAUS

Print Name

My Commission Expires:

