

A96000001634

August 27, 1996

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Certificate of Limited Partnership and Affidavit of Capital Contributions

Dear Sirs/Madams:

Enclosed you will find a Certificate of Limited Partnership and Affidavit of Capital Contributions for OTM Investors 1996-I, Ltd. along with the filing fee of \$1785.00. Please forward a copy of your filing as soon as possible.

Thank you for your assistance.

Sincerely,


Jim VanOpdorp

enc.

100001935521
-08/29/96--01027--005
***1785.00 ***1785.00

A96-1634

Name	RE 9-4
Availability	
Document Examiner	RE
Updater	RE
Updater	RE
Verifier	RE
Acknowledgement	RE
W. P. Verifier	RE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 PM 3:16

Certificate of Limited Partnership
of
OTM Investors 1996-I, Ltd.
a Florida limited partnership

1. The name of the Partnership is OTM Investors 1996-I, Ltd.
2. The address of the office of the Partnership is 3200 Shawnee Ave., Suite 4, West Palm Beach, Florida 33409.
3. The name and address of the agent for service of process on the Partnership is James VanOpdorp, 3200 Shawnee Ave., Suite 4, West Palm Beach, Florida 33409.
4. The name and business address of the general partner is as follows: OTM Advisors, Inc., a Florida corporation, 3200 Shawnee Ave., Suite 4, West Palm Beach, Florida 33409.
P96000029161
5. The mailing address of the Partnership is: 3200 Shawnee Ave., Suite 4, West Palm Beach, Florida 33409.
6. The latest date upon which the Partnership shall dissolve is December 31, 2020.

Signed this 29 day of August, 1996.

GENERAL PARTNER:

OTM Advisors, Inc., a Florida corporation

By: James VanOpdorp
James VanOpdorp, Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 PM 3:16

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for OTM Investors 1996-I, Ltd., a Florida limited partnership (the "Partnership") in the foregoing Certificate of Limited Partnership, I, on behalf of the Partnership, hereby agree to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent..

REGISTERED AGENT

James VanOpdorp
James VanOpdorp

Affidavit of Capital Contributions

of

OTM Investors 1996-I, Ltd.
a Florida limited partnership

The undersigned constituting all of the general partners of OTM Investors 1996-I, Ltd., a Florida limited partnership, certify:

The amount of capital contributions to date of the limited partners is \$50,000.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$1,000,000.00.

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.

OTM Advisors, Inc.,
a Florida corporation

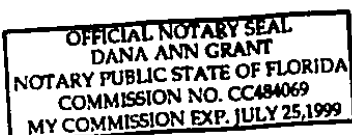
By: *James VanOpdorp*
James VanOpdorp, Vice President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 29 PM 3:16

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 23 day of August, 1996 by James VanOpdorp, as Vice President of OTM Advisors, Inc., a Florida corporation, on behalf of the corporation. He is personally known to me or has produced as identification and did take an oath.



Dana Ann Grant
NOTARY PUBLIC - STATE OF FLORIDA
Print: Dana Ann Grant
My Commission Expires: 7-25-99