

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 114, Tallahassee, FL 32301, (904) 241-1141
 Mailing Address: Post Office Box 114, Tallahassee, FL 32301
 TOLL FREE: 1-800-421-1662
 FAX (904) 222-1222

A96000001957

NAME _____
 FIRM _____
 ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service _____ Two Day Service _____

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

G. TAA _____
 FILING _____ 17.50.00
 R. AGENT FEE _____ 35.00
 C. COPY _____ 8.75
 TOTAL _____ 1793.75
 N. DAKK _____
 BALANCE DUE _____
 REFUND _____

File
7/24
10/24/94

700

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY *AAH* _____

WALK-IN
 Will Pick Up *1021130*

C.C. FEE. _____ DISBURSED _____

Capital Express™ _____
 Art. of Inc. File _____
 Corp. Record Search _____
 Ltd. Partnership File _____
 Foreign Corp. File _____
 Copy(s) _____

Art. of Amend. File _____
 Dissolution/Withdrawal _____
 CUS- *95* _____
 Fictitious Name File _____

Name Reservation _____
 Annual Report/Reinstatement _____
 Reg. Agent Service _____
 Document Filing _____

Corporate Kit _____
 Vehicle Search _____
 Driving Record _____
 Document Retrieval _____

UCC 1 or 3 File _____
 UCC 11 Search _____
 UCC 11 Retrieval _____
 File No.'s. _____ Copies _____
 Courier Service _____
 Shipping/Handling _____
 Phone () _____
 Top Priority _____
 Express Mail Prep. _____
 FAX () _____ pgs. _____

SUBTOTALS

FEE.....
 DISBURSED.....
 SURCHARGE.....
 TAX on corporate supplies.....
 SUBTOTAL..... 400001991404--9
 PREPAID.....
 BALANCE DUE.....

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

Daniel C. Perri
Alexandra R. Haught

DANIEL C. PERRI
Attorneys at Law
5 Clifford Drive
Suite Twelve
Shalimar, Florida 32579

Telephone (904) 651-3011

Facsimile (904) 651-3306

October 16, 1996

Secretary of State
409 E. Gaines Street
Tallahassee, FL 32301

Re: Foundation Mortgage Fund I, Ltd., a Florida Ltd. Partnership -
Registration

Gentlemen:

Please find enclosed herewith the Certificate of Ltd. Partnership of Foundation Mortgage Fund I, Ltd. and the Affidavit of Capital Contributions of Foundation Mortgage Fund I, Ltd. as well as a check in the amount of \$1,793.75, representing a registration fee of \$1,750, a \$35 fee for the designation of resident agent and an \$8.75 fee for the Certificate of Status of the Ltd. Partnership.

Please register the limited partnership and forward to me a copy of the Certificate of Status.

Very truly yours,


Daniel C. Perri

DCP/mt
Enc.
cc. Jerome Burkett

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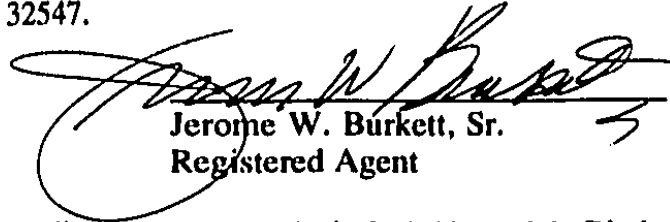
**CERTIFICATE OF LIMITED PARTNERSHIP OF FOUNDATION
MORTGAGE FUND I, LTD., A FLORIDA LIMITED PARTNERSHIP**

1. The name of the Florida Limited Partnership is FOUNDATION
MORTGAGE FUND I, LTD., A FLORIDA LIMITED PARTNERSHIP.

2. The business address of the limited partnership is 204 Cloverdale Blvd.,
Ft. Walton Beach, FL 32547.

3. The name of the registered agent for service of process is Jerome W.
Burkett, Sr.

4. The Florida street address for the registered agent is 204 Cloverdale
Blvd., Ft. Walton Beach, FL 32547.


Jerome W. Burkett, Sr.
Registered Agent

5. The mailing address of the limited partnership is 204 Cloverdale Blvd.,
Ft. Walton Beach, FL 32547.

6. The latest date upon which the limited partnership is to be dissolved is:

The later of seven years after filing of the Certificate of Limited Partnership
or the receipt of final payment of principal and interest on all notes and
mortgages held by the limited partnership.

<u>7. Name of General Partner</u>	<u>Street Address</u>
Foundation Florida Investments, a Florida General Partnership	204 Cloverdale, Blvd. Ft. Walton Beach, FL 32547

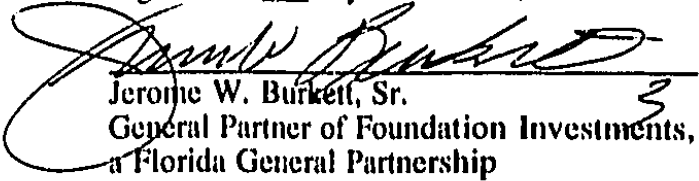
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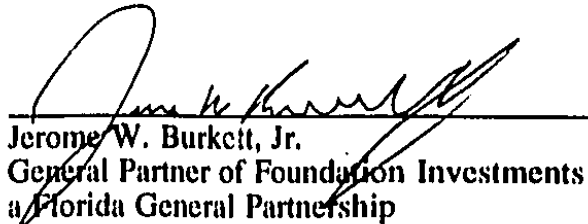
Under penalties of perjury, we declare that we have read the foregoing and

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know the contents thereof and that the facts stated herein are true and correct.

Signed this 26th day of October, 1996.


Jerome W. Burkett, Sr.
General Partner of Foundation Investments,
a Florida General Partnership


Jerome W. Burkett, Jr.
General Partner of Foundation Investments
a Florida General Partnership

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOUNDATION
MORTGAGE FUND I, LTD., A FLORIDA LIMITED PARTNERSHIP**

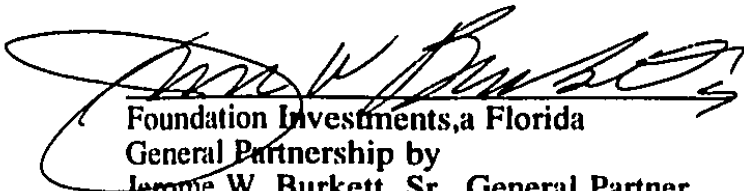
The undersigned constituting all of the general partners of Foundation Mortgage Fund I, Ltd., a Florida Limited Partnership, certify:

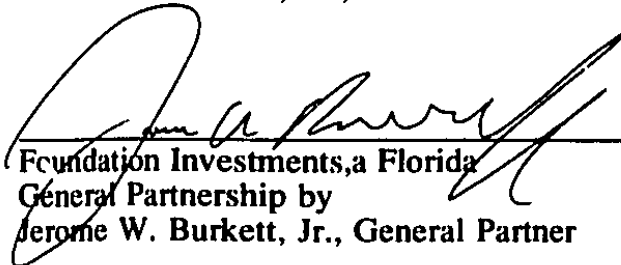
The amount of capital contribution to date of the limited partnership is \$250,000. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2.5 million dollars.

Signed this 16th day of October, 1996.

FURTHER AFFIANT SAYETH NOT.

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


Foundation Investments, a Florida
General Partnership by
Jerome W. Burkett, Sr., General Partner


Foundation Investments, a Florida
General Partnership by
Jerome W. Burkett, Jr., General Partner

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