

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-22-0171
904-22-0171

A96000001976



networks

PRINTED BY
LEGAL FINANCIAL SERVICE

ACCOUNT NO. : 072100000032

REFERENCE : 129533 169624A

AUTHORIZATION :

Patricia Pyzdek

COST LIMIT : \$ ~~87.50~~ 1785.00

ORDER DATE : October 23, 1996

ORDER TIME : 10:02 AM

ORDER NO. : 129533-005

CUSTOMER NO: 169624A

200001984002--2

CUSTOMER: Ms. Joan C. Zaks
BUCKINGHAM DOOLITTLE &
BURROUGHS
5551 Ridgewood Drive
Naples, FL 33963

W9600002268

DOMESTIC FILING

NAME: SIX MILE CYPRESS OFFICE PARK
BUILDINGS I AND II FIRST
MORTGAGE, LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

96 OCT 23 AM 11:33

96 OCT 23 PM 12:39

RECEIVED

SECRETARY OF STATE
DIVISION OF CORPORATIONS

FILED

PK
10/23/96



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

October 23, 1996

MICHAEL KLUNK
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST
MORTGAGE, LTD.
Ref. Number: W96000022608

We have received your document for SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST MORTGAGE, LTD. and the authorization to debit your account in the amount of \$87.50. However, the document has not been filed and is being returned for the following:

With a total anticipated contribution amount of \$1,050,000.00, the partnership must pay the maximum filing fee of \$1,750.00. So please change the amount on the cover sheet to \$1,785.00.

ALSO, please correct the Affidavit so that it indicates the amount already contributed and the total amount anticipated to be contributed.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 196A00049013

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 23 PM 12:39

RECEIVED
96 OCT 24 AM 11:27
DIVISION OF CORPORATIONS

CERTIFICATE OF LIMITED PARTNERSHIP

FOR

**SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II
FIRST MORTGAGE, LTD.**

FILED STATES
SECRETARY OF CORPORATIONS
96 OCT 23 PM 12:39

The undersigned, being desirous of forming a limited partnership under the laws of the State of Florida, does hereby certify as follows:

1. The name of the limited partnership is SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST MORTGAGE, LTD. (the "Partnership").

2. The mailing address for the principal office of the Partnership in the State of Florida is located at 10501 Six Mile Cypress Parkway, Suite 107, Fort Myers, Florida, 33912-6400, or at such other location in the State of Florida as the General Partner may determine from time to time. The name and address of the agent for service of process shall be John E. States, 10501 Six Mile Cypress Parkway, Fort Myers, Florida 33912-6400.

3. The name and the business address of the general partner of the Partnership (the "General Partner") is FIN Group, Inc., a Florida corporation, with a business address at 10501 Six Mile Cypress Parkway, Fort Myers, Florida, 33912-6400.

4. The latest date upon which the Partnership is to dissolve is December 31, 2026.

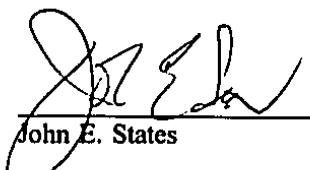
IN WITNESS WHEREOF, the undersigned has duly executed this Certificate of Limited Partnership as of the 15th day of October, 1996.

GENERAL PARTNER
FIN Group, Inc.

By: 

John E. States
President

I, John E. States, having been designated to act as registered agent, hereby agree to act in such capacity.


John E. States

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) ss:
COUNTY OF LEE)

The undersigned, being the President of FIN Group, Inc., a Florida corporation, the General Partner of SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST MORTGAGE, LTD., a Florida limited partnership, DECLARES as follows:

1. That he is the President of FIN Group, Inc., a Florida corporation, the General Partner of SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST MORTGAGE, LTD., and as such, he makes this affidavit.

2. That the amount of capital anticipated to be contributed by the limited partners of SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST MORTGAGE, LTD. to the Partnership is \$1,050,000 and the amount of capital contribution to date is \$0.00.

FIN Group, Inc.


John E. States, President

STATE OF FLORIDA)
) ss:
COUNTY OF LEE)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT 23 PM 12:40

The foregoing instrument was sworn to and subscribed before me this 15th day of October, 1996, by John E. States, President of FIN Group, Inc., a Florida corporation, General Partner of SIX MILE CYPRESS OFFICE PARK BUILDINGS I AND II FIRST MORTGAGE, LTD., on behalf of said partnership.

[XYZLTD.5]

TERRI DAWSON
My Commission CC389036
Expires Jun. 29, 1998
Bonded by HAI
800-423-1988




Notary Public

INVESTORS Commercial and Industrial Realtors

February 18, 1997

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


700002095327--2
 -02/24/97--01043--001
 *****\$2.50 *****\$2.50

RE: Six Mile Cypress Office Park Buildings I & II First Mortgage, Ltd.

Enclosed you will find the certificate of cancellation for the Six Mile Cypress Office Park Buildings I & II First Mortgage, Ltd. and the necessary \$52.50 filing fee.

If you have any questions or concerns regarding this, please do not hesitate to contact me.

Sincerely,


 Terri Dawson
 Vice President Administration

:td

FILED
 9 FEB 24 AM 11:34
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

A96-1976

Name	[Signature]
Availability	[Signature]
Document Examiner	[Signature]
Updater	[Signature]
Updater Verifier	[Signature]
Acknowledgement	[Signature]
W. P. Verifier	[Signature]

**CERTIFICATE OF CANCELLATION
FOR**

FILED
97 FEB 24 AM 11:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SIX MILE CYPRESS OFFICE PARK BUILDINGS I & II FIRST MORTGAGE LTD
(insert name currently on file with Florida Dept. of State)

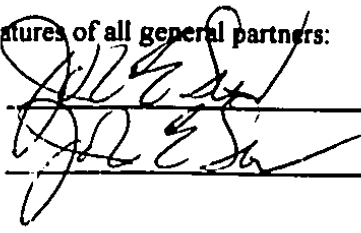
Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership,
whose certificate was filed with the Florida Department of State on 10/23/96,
hereby submits this certificate of cancellation.

FIRST: Reason for cancellation: (State why partnership is submitting cancellation)

WITHDREW OFFERING

SECOND: This certificate of cancellation shall be effective at the time of its filing with the
Florida Department of State.

THIRD: Signatures of all general partners:



JOHN E. STATES, GENERAL PARTNER

FLORIDA ESTORS. JOHN E. STATES, PRESIDENT