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LAURA L. RUSSO
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RONALD G. BAKER

December 9, 1996

VIA FEDERAL EXPRESS

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

G. IAA _____
FILING _____ 1750.00
R. AGENT FEE _____ 35.00
C. COPY _____ 61.25
TOTAL _____ 1846.25
N. BANK _____
BALANCE DUE _____

Re: Name of Partnership: 6625 Miami Lakes Drive Partners, Ltd.
Our File No: 96B-360

Gentlemen:

Enclosed please find Certificate of Limited Partnership of 6625 Miami Lakes Drive Partners, Ltd., together with Affidavit of Limited Partners' Contributions, which we shall appreciate your filing. Also enclosed please find our trust account check for \$1,837.50 to cover the filing fee of \$1,750, certified copy of \$52.50, and the registered agent designation of \$35.

After the Articles have been filed, we shall appreciate your certifying the enclosed copy and returning it to this office to the attention of the undersigned.

Also enclosed please find check in the amount of \$8.75 to cover the cost of a certified copy of a Certificate of Good Standing of 6625 Miami Lakes Drive Partners, Ltd., which we shall also appreciate your forwarding to this office to the attention of the undersigned.

Very truly yours,


Ronald G. Baker

RGB:lb
Enclosures

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-12/13/96--01059--011
***1837.50 ***1837.50

RECEIVED
DIVISION OF CORPORATIONS
SECRETARY OF STATE
96 DEC 10 PM 4:22
500002028795--4
-12/13/96--01059--012
*****8.75 *****8.75

Certificate of Limited Partnership

OF

6625 MIAMI LAKES DRIVE PARTNERS, LTD.

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
96 DEC 10 PM 4:22

(1) The name of this Limited Partnership is **6625 MIAMI LAKES DRIVE PARTNERS, LTD.**

(2) The mailing address and principal office of the Limited Partnership is 150 S. E. 2nd Avenue, Miami, FL 33131.

(3) The name and address of the registered agent for the Limited Partnership is:

RONALD G. BAKER

4675 Ponce de Leon Blvd #301
Coral Gables, FL 33146

(4) The name and address of the General Partner are:

C W S CAPITAL MANAGEMENT IV, INC. 150 S. E. 2nd Avenue
Miami, FL 33131

896000072952

(5) The latest date upon which this Limited Partnership is to dissolve is 20 years after the date of the filing of this Certificate.

(6) An Affidavit of Contributions of Limited Partners is attached hereto.

Under penalties of perjury I declare that I have read the foregoing and the facts alleged herein are true and correct to the best of my knowledge.

C W S CAPITAL MANAGEMENT IV, INC.

By:

David F. Cox, Jr., President

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **6625 MIAMI LAKES DRIVE PARTNERS, LTD.**, at 4675 Ponce de Leon Boulevard, Suite 301, Coral Gables, FL 33146, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of all my duties.

Ronald G. Baker
RONALD G. BAKER, Registered Agent

Affidavit of Limited Partners' Contributions

The undersigned, DAVID F. COX, JR., the President of C W S Capital Management IV, Inc., the General Partner of 6625 MIAMI LAKES DRIVE PARTNERS, LTD.. files this Affidavit pursuant to Florida Statutes §620.108 and states:

(1) As of the date of this Affidavit, 6625 MIAMI LAKES DRIVE PARTNERS, LTD. has received \$ 100,000 in contributions from Limited Partners.

(2) 6625 MIAMI LAKES DRIVE PARTNERS, LTD. anticipates it will receive an additional \$ 750,000 in contributions from Limited Partners.

Under penalties of perjury I declare that I have read the foregoing and the facts alleged herein are true and correct to the best of my knowledge.

C W S CAPITAL MANAGEMENT IV, INC.

By:



David F. Cox, Jr., President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
6 DEC 10 PM 4:22