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**THE UNITED STATES
CORPORATION**
C O M P A N Y

ACCOUNT NO. : 072100000032

REFERENCE : 729892 8690A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : March 5, 1998

ORDER TIME : 11:15 AM

ORDER NO. : 729892-005

CUSTOMER NO: 8690A

CUSTOMER: Gary Korn, Esq
BEDZOW KORN & KAN, P.A.

P. O. Box 8020

Hallandale, FL 33008

DOMESTIC FILING

NAME: MORTGAGE INVESTMENT GROUP 18,
LTD.

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

900002448199-7
-03/05/98-01051-019
***1850.00 ***1850.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 PM 2:28

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -3 PM 2:36

RECEIVED
98 MAR -5 PM 12:10
DIVISION OF CORPORATION

3/5/98
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MORTGAGE INVESTMENT GROUP 18, LTD.**

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DIVISION OF CORPORATIONS
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WE, the undersigned, desiring to form a Limited Partnership, and pursuant to the Florida Revised Uniform Limited Partnership Act as set forth in Sections 620.101 et seq., of the Florida Statutes, do hereby certify:

1. The name of the entity under which such Limited Partnership is to be conducted is MORTGAGE INVESTMENT GROUP 18, LTD.

2. The address of the office of the Limited Partnership is 307 South 21st Avenue, Hollywood, Florida 33020.

3. The agent for service of process upon the Limited Partnership is HARVEY BIRDMAN, whose address is 307 South 21st Avenue, Hollywood, Florida 33020.

4. The name and business address of the sole general partner of the Limited Partnership is ITCON TOWER V VENTURE, L.C., a Florida limited liability company, 307 South 21st Avenue, Hollywood, Florida 33020.

5. The name and business address of the sole limited partner of the Limited Partnership is GARY A. KORN, 20803 Biscayne Boulevard, Aventura, Florida 33180.

6. The mailing address of the Limited Partnership is 307 South 21st Avenue, Hollywood, Florida 33020.

7. The latest date upon which the Limited Partnership is to dissolve is January 1, 2010.

DATED this 3rd day of March, 1998

GENERAL PARTNER:

ITCON TOWER V VENTURE, L.C., a Florida limited liability company

By: _____

HARVEY BIRDMAN, Managing Member

LIMITED PARTNER:

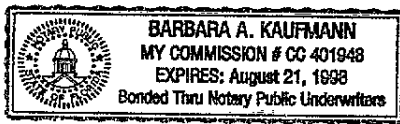
GARY A. KORN

STATE OF FLORIDA)
COUNTY OF DADE) SS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR -5 PM 2:28

The foregoing instrument was acknowledged before me this 3rd day of March, 1998, by HARVEY BIRDMAN, as Managing Member of ITCON TOWER V VENTURE, L.C., a Florida limited liability company, who is personally known to me and who did take an oath.

My Commission Expires:



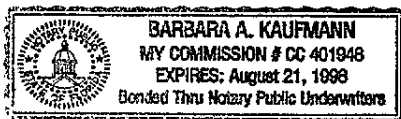
Barbara A. Kaufmann
Notary Public, State of Florida

Print Name: BARBARA A. KAUFMANN

STATE OF FLORIDA)
COUNTY OF DADE) SS:

The foregoing instrument was acknowledged before me this 3rd day of March, 1998, by GARY A. KORN, who is personally known to me and who did take an oath.

My Commission Expires:



Barbara A. Kaufmann
Notary Public, State of Florida

Print Name: BARBARA A. KAUFMANN

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the designation of Registered Agent as set forth in this Certificate of Limited Partnership for MORTGAGE INVESTMENT GROUP 18, LTD., a Florida Limited Partnership.

[Signature]
HARVEY BIRDMAN,
Registered Agent

AFFIDAVIT

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STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared HARVEY BIRDMAN ("Affiant"), who being first duly sworn, upon oath, states as follows:

1. That Affiant is the Managing Member of ITCON TOWER V VENTURE, L.C., a Florida limited liability company (the "Company"), and is duly authorized to execute this Affidavit on behalf of the Company.

2. That the Company is the sole general partner of MORTGAGE INVESTMENT GROUP 18, LTD., a Florida Limited Partnership (the "Limited Partnership") and GARY A. KORN is the sole limited partner of the Limited Partnership.

3. That the amount of the capital contribution of the sole limited partner and the amount anticipated to be contributed by the sole limited partner is as follows:

Amount contributed: \$ 100.00

Amount anticipated
to be contributed \$1,899,900.00

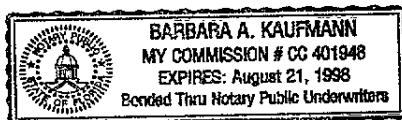
FURTHER AFFIANT SAYETH NOT.



HARVEY BIRDMAN -- Affiant

SWORN TO, ACKNOWLEDGED AND SUBSCRIBED before me this 3rd day of March, 1998, by HARVEY BIRDMAN, Affiant, who is personally known to me and who did take an oath.

My Commission Expires:





Notary Public, State of Florida

Print Name: BARBARA A. KAUFMANN