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ACCOUNT NO. : 072100000032

REFERENCE: 772323 7110083

AUTHORIZATION :

ORDER DATE: April 7, 1998

ORDER TIME : 11:24 AM

ORDER NO. : 772323-005

CUSTOMER NO: 7110083

CUSTOMER: Ms. Linda Leduc

INVESTORS GENERAL, INC.

1226 Commerce Street

Suite 300

Dallas, TX 75202-4328

300002482713--8

DOMESTIC FILING

NAME:

INVESTORS SYNDICATE IV DALUCE

ASSOCIATES, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

_ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIALS

CERTIFICATE OF LIMITED PARTNERSHIP

<u>Investors Syndicate IV Daluce Associates, Ltd.</u>
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership)

1.

2.	1226 Commerce Street, Suite 300, Dallas, Texas 75202 (Business address of Limited Partnership)
3.	Prentice-Hall Corporation System, Inc. (Name of Registered Agent for Service of Process)
4.	1201 Hays Street, Tallahassee, Florida 32301 (Florida street address for Registered Agent)
5.	By: Men B. 12C/ (Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6.	1226 Commerce Street, Suite 300, Dallas, Texas 75202 (Mailing Address of the Limited Partnership)
7.	The latest date upon which the Limited Partnership is to be dissolved is December 31, 2046.
8.	Name of General Partner: Investors General, Inc. Street address: 1226 Commerce Street, Suite 300 Dallas, Texas 75202
9.	Investors Syndicate IV Daluce Associates, Ltd. was converted to a limited partnership from a general partnership and the former name of Investors Syndicate IV Daluce Associates, Ltd. was Investors Syndicate IV Daluce Associates.
10.	The Partnership has two partners in one class which constitute one hundred percent of the ownership interests of the Partnership. All the partners of the partnership voted by unanimous consent to convert the partnership to a limited partnership.
	r penalties of perjury I declare that I have read the foregoing and know the $\frac{8}{8}$ into the facts stated herein are true and correct.
Signe	d this the day of January, 1998.
_	ture of all general partners:
By:	John A. Doyle, President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners of Investors Syndicate IV Daluce Associates, Ltd., a Florida limited partnership, certify:

The amount of capital contributions to date of the limited partners is \$990.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$990.00.

Signed this Unday of January, 1998.

FURTHER AFFLANT SAYETH NOT.

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

INVESTORS GENERAL, INC.

By:

John A. Doyle, President

SWORN to, subscribed and acknowledged before me by JOHN A. DOYLE, as President of Investors General, Inc., the General Partner of Investors Syndicate IV Daluce Associates, Ltd. who is personally known to me on this ______ day of

APRIL January, 1998.

NOTARY PUBLIC

My Commission Expires:

LINDA M LEDUC
MY COMMASSION EXPIRES
AUGUST 32 1010