

A98000002533



**THE UNITED STATES
CORPORATION**
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 026972 8690A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 12 AM 10:52

ORDER DATE : November 10, 1998

ORDER TIME : 10:59 AM

ORDER NO. : 026972-005

CUSTOMER NO: 8690A

CUSTOMER: Gary Korn, Esq
BEDZOW KORN BROWN WOLFE &
BEDZOW KORN BROWN WOLFE &
P. O. Box 8020

500002684445--1
-11/10/98--01046--028
***1850.00 ***1850.00

Hallandale, FL 33008

DOMESTIC FILING

NAME: MORTGAGE INVESTMENT GROUP 21,
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: Deborah Schroder

EXAMINER'S INITIALS: _____

RECEIVED
98 NOV 10 AM 11:27
DIVISION OF CORPORATIONS

BK BK 11/12/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 10, 1998

DEBORAH SCHRODER
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: MORTGAGE INVESTMENT GROUP 21, LTD.
Ref. Number: W98000025430

RESUBMIT

Please give original
submission date as file date.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 12 AM 10:52

We have received your document for MORTGAGE INVESTMENT GROUP 21, LTD. and your check(s) totaling \$1850.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$1,850.00 payment.

As discussed, Item 4 states that the General Partner is SANDLAND VILLAS DEVELOPMENT L.C.

However, all through the rest of the documents, the general partner is identified as PLAZA DE LAS FUENTES L.C.

PLAZA DE LAS FUENTES L.C. has also signed both documents.

It appears to us that the name in Item 4 simply needs to be corrected.,

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 (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 798A00054521

RECEIVED
98 NOV 12 AM 8:49
DIVISION OF CORPORATION

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MORTGAGE INVESTMENT GROUP 21, LTD.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 12 AM 10:52

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 21, 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 PLAZA DE LAS FUENTES L.C., a Florida limited liability company, 307 South 21st Avenue, Hollywood, Florida 33020. *L 98000002646*

5. The name and business address of the sole limited partner of the Limited Partnership is GARY A. KORN, Trustee, 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 2nd day of November, 1998

GENERAL PARTNER:

PLAZA DE LAS FUENTES L.C., a Florida limited liability company

By: 

HARVEY BIRDMAN, Managing Member

LIMITED PARTNER:

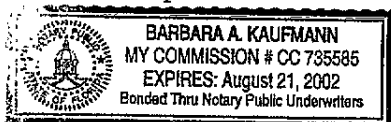

GARY A. KORN, Trustee

FILED STATE
DIVISION OF CORPORATIONS
98 NOV 12 AM 10:52

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 2nd day of November, 1998, by HARVEY BIRDMAN, as Managing Member of PLAZA DE LAS FUENTES L.C., a Florida limited liability company, who is personally known to me and who did take an oath.

My Commission Expires:



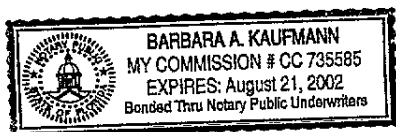
Barbara A. Kaufmann
Notary Public, State of Florida

Print Name: BARBARA A. KAUFMANN

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 2nd day of November, 1998, by GARY A. KORN, Trustee 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 21, LTD., a Florida Limited Partnership.

[Signature]
HARVEY BIRDMAN, Registered Agent

AFFIDAVIT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 NOV 12 AM 10:52

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 PLAZA DE LAS FUENTES 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 21, LTD., a Florida Limited Partnership (the "Limited Partnership") and GARY A. KORN, Trustee 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 \$1,599,900.00

FURTHER AFFIANT SAYETH NOT.



HARVEY BIRDMAN -- Affiant

SWORN TO, ACKNOWLEDGED AND SUBSCRIBED before me this 2nd day of November, 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: _____

