



THE UNITED STATES  
CORPORATION  
COMPANY

# A99000000180

ACCOUNT NO. : 072100000032

REFERENCE : 114296 4344517

AUTHORIZATION :

*Patricia Project*

COST LIMIT : \$ ~~423.50~~

ORDER DATE : January 27, 1999

*210.00*  
~~229~~

ORDER TIME : 10:33 AM

ORDER NO. : 114296-005

3000002757073-5

CUSTOMER NO: 4344517

CUSTOMER: Eleanor Thompson, Legal Asst.  
CENTEX CORPORATION  
CENTEX CORPORATION  
2728 North Harwood  
Mailroom/no. 209  
Dallas, TX 75201

RECEIVED  
99 JAN 28 AM 11:29  
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: AMERICAN LANDMARK MORTGAGE,  
LTD.

FILED  
99 JAN 28 PM 1:39  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

EFFECTIVE DATE:

XX 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: Angie Glisar

EXAMINER'S INITIALS:

*AK*

*OK*

*1/28/99*

**CERTIFICATE OF LIMITED  
PARTNERSHIP OF  
AMERICAN LANDMARK MORTGAGE, LTD.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 28 PM 1:39

The undersigned desiring to form a limited partnership pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, hereby states the following:

1. Name of Limited Partnership. The name of the limited partnership is:

American Landmark Mortgage, Ltd. (the "Partnership")

2. Address of the Partnership. The office address of the Partnership is located at:

151 Southhall Lane, #150  
Maitland, Florida 32751

3. Registered Agent and Office. The name and address of the registered agent of the Partnership for service of process pursuant to Section 620.105, Florida Statutes, are:

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

4. Name and Address of the General Partner. The name and address of the sole general partner of the Partnership are:

CTX Mortgage Ventures Corporation  
2728 North Harwood  
Dallas, Texas 75201

F95006001162

5. Mailing Address of the Partnership. The mailing address of the Partnership is:

151 Southhall Lane, #150  
Maitland, Florida 32751

6. Effective Date of Limited Partnership. The effective date of the Partnership shall be the date it is filed with the Secretary of State of Florida.

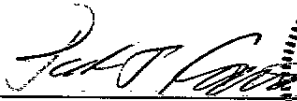
7. Dissolution of the Partnership. The latest date upon which the Partnership is to dissolve is ten years from the filing hereof.

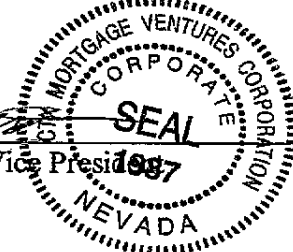
The execution of this Certificate of Limited Partnership by the undersigned sole General Partner of the Partnership constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Limited Partnership this 22nd day of January, 1999.

CTX MORTGAGE VENTURES CORPORATION

By:

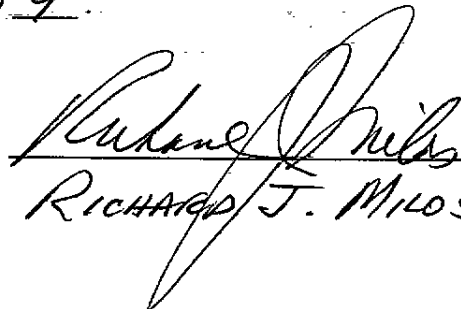
  
Rick J. Carothers, Vice President



**ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED PARTNERSHIP, AT THE PLACE DESIGNATED IN NUMBER 3 OF THIS CERTIFICATE OF LIMITED PARTNERSHIP, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF \_\_\_\_\_ DUTIES.

Dated this 27 day of JANUARY, 1999.

  
Asst. V.P.  
RICHARD J. MILOS

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

STATE OF TEXAS

COUNTY OF DALLAS

)  
) ss:  
)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JAN 28 PM 1:39

BEFORE ME, the undersigned notary public, personally appeared Rick Carothers of CTX Mortgage Ventures Corporation, a Nevada corporation, the sole general partner of American Landmark Mortgage, Ltd., a Florida limited partnership (the "Partnership"), whose business address is 151 Southhall Lane, #150, Maitland, Florida 32751, who, upon being duly sworn, certified on behalf of CTX Mortgage Ventures Corporation the following:

1. The amount of capital contributions to the Partnership made by the limited partners is \$24,995.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$24,995.

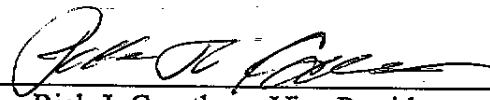
**FURTHER AFFIANT SAYETH NOT:**

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

Dated: January 22, 1999.

Sole General Partner:  
CTX MORTGAGE VENTURES CORPORATION  
a Nevada corporation

By:



Rick J. Carothers, Vice President

FILED STATE  
SECRETARY OF CORPORATIONS  
99 JAN 28 PM 1:39

Sworn to and subscribed before me this 22 day of January, 199 by  
Rick Carothers, as CTX Mortgage Ventures Corporation, a Nevada  
corporation, on behalf of the corporation. Personally known to me  
as identification.



SUSANNAH GARZA  
Notary Public in and for  
the State of Texas  
My Commission Expires 7/14/99

(NOTARIAL SEAL)

NOTARY PUBLIC

Sign: Susannah Garza  
Print: Susannah Garza  
State of Texas  
My commission expires: 7/14/99