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July 21, 1999

Corporate Records Bureau
Division of Limited Partnerships
Department of State
409 E. Gaines Street
Tallahassee, Florida 32399

VIA UPS NEXT DAY AIR

Re: Cornerstone/Fountain Lake, Ltd.

To Whom It May Concern:

400002940104--5
-07/23/99--01057--014
***1846.25 ***1846.25

Enclosed are an original and one copy of a Certificate of Limited Partnership of Cornerstone/Fountain Lake, Ltd., together with an original and one copy of an Affidavit of Capital Contributions. Please file the originals and certify and return each copy to me.

Also enclosed is our firm check in the amount of \$1,846.25, to cover the following costs:

1.	Filing fee	\$1,750.00
2.	Designation of Registered Agent	35.00
3.	Certified copy of Charter	52.50
4.	Status Certificate	8.75
Total		\$1,846.25

Thank you. If you have any questions, please give me a call.

Sincerely,

CAREY, O'MALLEY, WHITAKER & MANSON, P.A.

Nancy Barnes
Nancy Barnes, Paralegal

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JUL 23 PM 1:28

NRB/ngp
Enclosures

cc: Cornerstone/Fountain Lake, Ltd.

A99-1226
[Signature]

20-1169

CERTIFICATE OF LIMITED PARTNERSHIP OF

1. Cornerstone/Fountain Lake, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
 2. 6845 Elm Street, The Penthouse, McLean, Virginia 22101
(Business address of Limited Partnership)
 3. Carey, O'Malley, Whitaker & Manson, P.A. ✓ J23198
(Name of Registered Agent for Service of Process)
 4. 712 S. Oregon Avenue, Tampa, Florida 33606
(Florida street address for Registered Agent)
 5. Andrew M. O'Malley, President
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
 6. Post Office Box 8345, McLean, Virginia 22106
(Mailing Address of the Limited Partnership)
 7. The latest date upon which the Limited Partnership is to be dissolved is Aug. 31, 2049
 8. Name of general partner(s): Fountain Lake, Inc. ✓ Specific address: Post Office Box 8345, McLean, Virginia 22106
PP99000066997
- Signed this 20th day of July, 1999.

Fountain Lake, Inc., General Partner

By: *[Signature]*

Daniel Schreiber

Its: President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned constituting all of the general partners of Cornerstone/Fountain Lake, Ltd., a Florida limited partnership

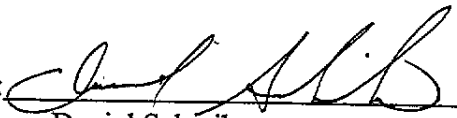
1. The amount of capital contributions to date of the limited partners is - 0 -.
2. The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$2,050,000.00.

FURTHER AFFIANT SAYETH NOT.

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

Fountain Lake , Inc.
General Partner

By:


Daniel Schreiber

Its: President

This 20th day of July, 1999.