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FLORIDA LIMITED PARTNERSHIP

REGATTA VILLAS, LTD.

Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
REGATTA VILLAS, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of REGATTA VILLAS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be REGATTA VILLAS, LTD. (the "Partnership").
2. The address of the initial office where records shall be kept shall be 2431 Aloma Avenue, Suite 285, Winter Park, Florida 32792. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.
3. The name and initial business address of the General Partner is:

REGATTA VILLAS, INC., a Florida corporation,
2431 Aloma Avenue, Suite 285
Winter Park, Florida 32792
4. The initial mailing address of the limited partnership is 2431 Aloma Avenue, Suite 285, Winter Park, Florida 32792.
5. The latest date upon which the Partnership is to dissolve shall be December 31, 2049.

This Certificate has been executed by the undersigned as of the 13 day of December, 1999.

GENERAL PARTNER

REGATTA VILLAS, INC.,
a Florida corporation

By: Shane L. Acevedo
Shane L. Acevedo, President

Attorney Name: Randall M. Alligood, P.A.
Broad and Cassel - Attorneys at Law
390 North Orange Avenue, Suite 1100
Orlando, Florida 32801
Telephone (407) 839-4200
Florida Bar No.: 459445

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for REGATTA VILLAS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such, including those obligations contained in §620.192, Florida Statutes.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC., a Florida corporation**

By: Jessie C. Myers
Jessie C. Myers, Vice President

Dated this 13th day of December, 1999.

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Florida Dept. of State Electronic Filing
Facsimile Audit No. H990000617661**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned being all of the general partners of REGATTA VILLAS, LTD. and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of REGATTA VILLAS, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER

REGATTA VILLAS, INC.
a Florida corporation

By: Shane L. Acevedo
Shane L. Acevedo, President

Dated this 13 day of December, 1999.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 13 day of December, 1999, by Shane L. Acevedo, as President of Regatta Villas, Inc., a Florida corporation. He is personally known to me or has produced _____ as identification and who did/did not take an oath.

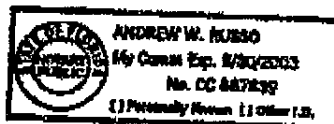
Andrew W. Russo
(Signature of Notary Public)

(Typed name of Notary Public)

Notary Public, State of Florida

Commission No. _____

My commission expires: _____



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