

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32314
904-222-9171
904-222-0393 FAX

800-342-8086

CSC networks

B95000000039

MAIL TO:
P.O. BOX 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 536942 97495

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 6, 1995

ORDER TIME : 9:50 AM

ORDER NO. : 536942

600001402886
-02/10/95--01039--001
*****96.25 *****96.25

CUSTOMER NO: 97495

CUSTOMER: Ms. Deborah L. Fish
Trammell Crow
Suite 2000
6402 Congress Avenue
Boca Raton, FL 33487

G. TAX \$ 75
FILING 92.50
R. AGENT FEE 35.00
C. COPY 96.25
TOTAL 96.25
N. BANK

BALANCE DUE
REFUND

FOREIGN FILINGS

NAME: ITCR MIZNER LIMITED
PARTNERSHIP

PROFIT
NON-PROFIT

CORPORATE
XXX LIMITED PARTNERSHIP

XXX QUALIFICATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY
XXX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

RECEIVED
95 FEB -6 AM 10:11
DIVISION OF CORPORATION

b/c
2/6/95

TCR MIZNER LIMITED PARTNERSHIP

6400 Congress Avenue, Suite 2000
Boca Raton, FL 33487
407/997-9700

FILED STATE
SECRETARY OF CORPORATIONS
95 FEB -6 AM 10:56

February 3, 1995

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: ITCR Mizner Limited Partnership

To whom it may concern:

I am the Vice President of TCR SFA Mizner, Inc., the sole general partner of TCR Mizner Limited Partnership. I hereby consent to the use of the name ITCR MIZNER LIMITED PARTNERSHIP in the State of Florida.

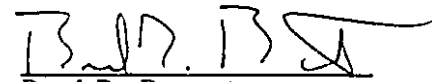
Should you have any questions or require additional information, please do not hesitate to call me.

Sincerely,

TCR Mizner Limited Partnership

By: TCR SFA Mizner, Inc.

By:



Brad D. Bryant

Its:

Vice President

Florida Department of State, Jim Smith, Secretary of State

APPLICATION BY FOREIGN LIMITED PARTNERSHIP
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

1. ITCR Mizner Limited Partnership
(Name of limited partnership as it is in the home state;

2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida; must contain the word "LIMITED" or "LTD.")

3. Texas 4. 2-2-95
(State of Formation) (Date of Formation)

5. Brad Bryant
(Name of Registered Agent for Service of Process)

6. 6400 Congress Avenue, Suite 2000
(Street Address of Registered Office)

Boca Raton, Florida 33487
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process.

B. D. B. S.
(Agent must sign on this line)

8. 717 N. Harwood, Ste-1200, LB 128, Dallas, TX 75201
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

TCR Mizner Limited Partnership

SPECIFIC ADDRESS

717 N. Harwood
Ste-1200, LB 128
Dallas, TX 75201

B9400000212

10. 717 N. Harwood, Ste-1200, LB 128, Dallas, TX 75201
(Office where Names, Addresses and Contributions of Limited Partners are kept.)

11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 717 N. Harwood, Ste-1200, LB 128, Dallas, TX 75201
(Mailing Address of Limited Partnership)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -6 AM 11:07

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Deborah L. Fish, Assistant Secretary of TCR SFA Mizner, Inc., sole general partner of TCR Mizner Limited Partnership, sole general partner of ITCR Mizner Limited Partnership, a Texas limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions to date of the limited partnership is \$0.00.
2. The anticipated amount of the capital contributions of the limited partnership that are allocated for the purposes of transacting business in Florida is \$650.00.

This 2nd day of February, 1995

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER

TCR MIZNER LIMITED PARTNERSHIP, a Texas limited partnership

By: TCR SFA Mizner, Inc., a Texas corporation

By:

Deborah L. Fish
Deborah L. Fish
Assistant Secretary

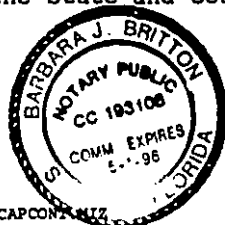
STATE OF FLORIDA
COUNTY OF PALM BEACH
DATE: February 3, 1995

(Corporate Seal)

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgements in and for the State and County set forth above, personally appeared Deborah L. Fish, Assistant Secretary of TCR SFA Mizner, Inc., sole general partner of TCR Mizner Limited Partnership, sole general partner of ITCR Mizner Limited Partnership, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions and he acknowledged to me and before me that he executed this Affidavit as General Partner of said Partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3rd day of February, 1995.

(Seal)



Barbara J. Britton
Notary Public

My Commission Expires: 5-1-96

FILED
DIVISION OF CORPORATIONS
SECRETARY OF STATE
FEB 6 9 41 AM '95

This 2nd day of February, 1995.

GENERAL PARTNER:

TCR MIZNER LIMITED PARTNERSHIP, a Texas limited partnership

By: TCR SFA Mizner, Inc., a Texas corporation

By:

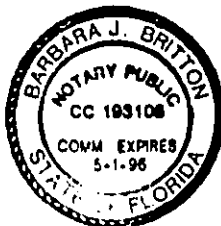
Deborah L. Fish
Deborah L. Fish
Assistant Secretary

STATE OF FLORIDA

COUNTY OF PALM BEACH

THE FOREGOING instrument was acknowledged and sworn to before me this 3rd day of February, 1995, by Deborah L. Fish, Assistant Secretary of TCR SFA Mizner, Inc., sole general partner of TCR Mizner Limited Partnership, sole general partner of ITCR Mizner Limited Partnership, a Texas limited partnership, on behalf of the Limited Partnership.

(Seal)



Barbara J. Britton
Notary Public

My Commission Expires: 5-1-96

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB -6 AM 11:07



B95000000039

6400 Congress Avenue
Suite 2000
Boca Raton, FL 33487
(407) 997-9700
FAX (407) 997-8619

VIA FEDERAL EXPRESS

December 13, 1995

Florida Department of State
Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

800001668098
-12/21/95--01060--006
***1750.00 ***1750.00

Re: Limited Partnership Annual Reports - 1996

Dear Sir:

Enclosed please find 1996 annual reports for the following entities with the corresponding check amount:

	<u>Entity</u>	<u>Check No.</u>	<u>Amount</u>
1.	Sawgrass Point Limited Partnership	22-02121	\$ 576.25
2.	TCR CM Bay Limited Partnership	02-06164	\$ 576.25
	Supplemental Affidavit	02-06163	\$ 1750.00
3.	TCR San Remo Limited Partnership	81-00107	\$ 191.25
	Supplemental Affidavit	81-00108	\$ 191.25
4.	San Remo Limited Partnership	33-01570	\$ 191.25
5.	Crow Town Colony Associates, Ltd.	02-06169	\$ 191.25
6.	CTSW Waterways Limited Partnership	02-06131	\$ 191.25
7.	TCR Waterways Limited Partnership	82-01107	\$ 191.25
8.	TCR Stuart I Limited Partnership	005348	\$ 191.25
9.	Palmetto Cove Limited Partnership	005388	\$ 191.25
10.	TCR Congress Park Limited Partnership	02-06160	\$ 191.25
11.	Congress Park CP Limited Partnership	36-01600	\$ 191.25
12.	TCR Ashley II Limited Partnership	14-01016	\$ 191.25
13.	Ashley Lake Park II Associates, Ltd.	75-03672	\$ 576.25
14.	TCR Hampton Lakes II Limited Partnership	02-06165	\$ 576.25
15.	Crow Hampton Lakes Partners, Ltd.	02-06168	\$ 191.25
16.	Crow Kings Meadow Associates, Ltd.	06-01008	\$ 191.25
17.	Kings Colony Associates, Ltd.	19-03973	\$ 191.25
18.	Village Place Limited Partnership	09-03317	\$ 191.25
19.	Crow-Town Colony II Associates, Ltd.	02-06167	\$ 191.25
20.	CTSB Associates Limited Partnership	02-01007	\$ 191.25
21.	TCR South Florida Construction I Limited Partnership	02-06172	\$ 191.25
22.	CTSB Partners, Ltd.	04-01016	\$ 191.25
23.	Crow Boca Place Associates, Ltd.	02-06170	\$ 576.25
24.	Boca Place Associates, Ltd.	03-02940	\$ 576.25

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

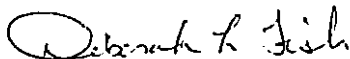
NO. _____
DATE DUE _____
REFUND _____

Florida Department of State
Secretary of State
December 13, 1995
Page 2 of 2

	<u>Entity</u>	<u>Check No.</u>	<u>Amount</u>
25.	TC Residential South Florida Limited Partnership	02-06174	\$ 191.25
26.	TCR Hampton Place Limited Partnership	17-01006	\$ 576.25
27.	TCR Villa Regina Limited Partnership	0610	\$ 191.25
28.	Brickell Villa Regina Limited Partnership	0609	\$ 191.25
29.	TCR Mizner Limited Partnership	02-06159	\$ 576.25
	Supplemental Affidavit	02-06158	\$ 52.50
30.	Mizner I Limited Partnership	84-00192	\$ 576.25
31.	Crow Hollywood Associates, Ltd.	02-06166	\$ 191.25
32.	The Vinings at Broken Sound Limited Partnership	30-02597	\$ 191.25
33.	TCR Homestead Colony Limited Partnership	76-01936	\$ 191.25
	Supplemental Affidavit	76-01937	\$ 52.50
34.	Homestead Colony Limited Partnership	34-01197	\$ 2,326.25
35.	TCR Tiffany Lake Limited Partnership	74-01013	\$ 191.25
36.	Tiffany Lake Limited Partnership	18-02699	\$ 576.25
37.	CTS Partners, Ltd.	02-06150	\$ 191.25
38.	Delray I Limited Partnership	02-06173	\$ 576.25
39.	TCR Delray Limited Partnership	92-00101	\$ 191.25
40.	ITCR Mizner Limited Partnership	02-06152	\$ 576.25
	Supplemental Affidavit	02-06151	\$1,750.00
41.	St. Andrews I Limited Partnership	85-00134	\$ 576.25
42.	TCR St. Andrews Limited Partnership	02-06155	\$ 191.25
	Supplemental Affidavit	02-06154	\$ 52.50
43.	TCR Broken Sound Limited Partnership	02-06162	\$ 236.83
44.	TCR South Florida Homebuilding Limited Partnership	005587	\$ 191.25
45.	Boynton Beach I Limited Partnership	88-00453	\$ 576.25
46.	TCR Boynton Beach Limited Partnership	02-06157	\$ 191.25
	Supplemental Affidavit	02-06156	\$ 52.50
47.	Boynton Beach II Limited Partnership	02-06171	\$ 191.25
48.	TCR Boynton Beach II Limited Partnership	02-06153	\$ 191.25
49.	Crow Oaks at Orange Park Associates, Ltd.	12-17399	\$ 576.25
50.	Lakeside South Associates, Ltd.	10-01651	\$ 576.25
51.	Palm Place Limited Partnership	30-18302	\$ 576.25
52.	Sarasota Beneva Place Associates, Ltd.	01-01608	\$ 576.25

If you have any questions, please do not hesitate to call me.

Sincerely,



Deborah L. Fish
Paralegal



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

**SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A FOREIGN LIMITED PARTNERSHIP**

The undersigned general partners of ITCR Mizner Limited Partnership
_____ a(an) Texas

Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.176,
Florida Statutes.

The total amount of the capital contributions of the limited partners that is allocated for the
purpose of transacting business in Florida is: \$ 1,253,500.

This 13th day of December, 19 95.

FURTHER AFFIANT SAYETH NOT.

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

General Partner(s)

ITCR Mizner Limited Partnership

ITCR SFA Mizner, Inc.

By: Deborah L. Fish Asst. Sec. of G.P.
Deborah L. Fish

FEES:

\$7 per \$1,000 based on the additional contributions
(Minimum \$52.50 - Maximum \$1,750.00)

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Sandra Northern
Secretary of State
DIVISION OF CORPORATIONS

1. Name of Limited Partnership

1a. DOCUMENT #
B95000000039

ITCR MIZNER LIMITED PARTNERSHIP

DO NOT WRITE IN THIS SPACE

Mailing Address

717 NORTH HARWOOD, SUITE 1100, LB 127
DALLAS TX 75201

Principal Office Address

717 NORTH HARWOOD, SUITE 1100, LB 127
DALLAS TX 75201

If above addresses are incorrect in any way, file through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in
FLORIDA
02/06/1995

3a. Date of Last Report

4. State or Country of Formation
TX

2. New Mailing Address, if Applicable

6400 Congress Ave.

Suite, Apt #, etc

Suite 2000

City, State & Zip
Boca Raton, FL 33487

2a. New Principal Office Address, if Applicable

6400 Congress Ave.

Suite, Apt #, etc

Suite 2000

City, State & Zip
Boca Raton, FL 33487

5a. Capital Contributions as Shown
on Record

\$650.00

5b. Amount of Capital Contributions in
FLORIDA to date

1,253,500.00

6. FEI Number

75-2578993

Applied For

STATE OF STATUS REQUIRED

Not Applicable

8. FEES: 1.) Filing Fee: Computed at a rate of \$7 per \$1,000 on amount entered in 5b or 5a if 5a blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2.) Supplemental Fee: \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75)
Note: If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT OF STATE

9. Name and Address of Current Registered Agent

BRYANT, BRAD
6400 CONGRESS AVENUE, SUITE 2000
BOCA RATON FL 33487

10. If changed, new Registered Agent/Office

Name: **Deborah L. Fish**
Street Address (P.O. Box Number is Not Acceptable):
Suite, Apt #, etc: **(same)**
City: **FL** Zip Code:

10a. Pursuant to the provisions of sections 620.1051 and 620.192, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by its general partner(s). I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

Deborah L. Fish

DATE **11/29/95**

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
ITCR MIZNER LIMITED PARTNERSHIP	717 NORTH HARWOOD, SU	DALLAS TX 75201	B94000000212
			800001667588 -12/21/95--01027--010 ****576.25 ****576.25

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

ITCR MIZNER LIMITED PARTNERSHIP, By: ITCR MIZNER LIMITED PARTNERSHIP

SIGNATURE **By: ITCR MIZNER, INC.**

DATE **11/29/95**

Type: Printed Name of General Partner Signing Form **Deborah L. Fish, ASST. SEC.**

Telephone Number **(407) 997-9700**