B98000000071

CNL GROUP, INC.

April 20, 1998



Sandra B. Mortham Secretary of State 409 East Gaines Street Tallahassee, FL 32314

Re: CNL Financial IV Properties, LP

200002496102--5 -04/22/98--01024--002 ***1793.75 ***1793.75

Dear Ms. Mortham:

Enclosed you will find an <u>Application by Foreign Limited Partnership For</u>

<u>Authorization To Transact Business in Florida</u> with a Certificate of Good Standing from the state of Delaware for the above named entity, together with a check in the amount of \$1,793.75 to cover the fees for filing, designation of registered agent, and a certificate of good standing.

Please file this document immediately upon receipt and send proof of filing and the Certificate of Good Standing to my attention.

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

Very truly yours

Me L. WhiteJohnson

Legal Compliance Officer

KLW: smj Enclosures

FF\$ 1785.00 Cus 8.75

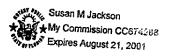
· · Florida Department of State, Sandra B. Mortham, Secretary of State

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

I. CNL FINANCIAL IV PROPERTIES, LP	_
(Name of limited partnership as it is in the home state)	
2. CNL FINANCIAL IV PROPERTIES, LTD.	
(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.")	n
3. DELAWARE 4. MARCH 23, 1998	
(State of Formation) (Date of Formation)	
5ROBERT A. BOURNE	
(Name of Registered Agent for Service of Process)	30 A
6. 400 E. SOUTH STREET, SUITE 500	Ţ
(Street Address of Registered Office)	T.
	N
ORLANDO ,Florida 32801	AM II: L2
(City) (Zip Code)	
Molundo	V
(Agent must sign on this line)	
8. Corporation Trust Center	
1209 Orange St., Wilmington, New Castle County, DE 19801 (Address of registered office required in state of formation or, if not required, address of principal office.)	<u>-</u>
9. NAMES OF GENERAL PARTNERS FAG - 2260 STREET ADDRESS	
CNL FINANCIAL IV PROPERTIES, INC. 400 E. SOUTH ST., SUITE 500) <u>,</u>
ORLANDO, FLORIDA 32801	
	_
10. 400 E. SOUTH ST., SUITE 500, ORLANDO, FL 32801 (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 canceled or withdrawn.	he

withdrawn.

12. 400 E. South St., Suite 500
Orlando, FL 32801
(Mailing Address of Limited Partnership)
Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.
This 7th day of April 1998 CNL FINANCIAL IV PROPERTIES, INC., a Delaware corporation, as General Partner By: Edgar J. McDougall, Executive Vice President
STATE OF
COUNTY OF Orange On this 7th day of April 19 98 Edgar J. McDougall, Exec. Vice President personally appeared before me. CNL FINANCIAL IV PROPERTIES, INC.
On this 7th day of April 1998
Edgar J. McDougall, Exec. Vice President personally appeared before me.
who is personally known to me
whose identity I proved on the basis of
Mosan M. Ausm (Notary Public Signature)
Susan M. Jackson (Notary's Printed Name)
Seal My Commission Expires:



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME, the undersigned, personally appeared Edgar J. McDougall, Executive Vice President of CNL Financial IV Properties, Inc., general partner of CNL FINANCIAL IV PROPERTIES, LP, a Delaware limited partnership which proposes to transact business in the State of Florida as CNL FINANCIAL IV PROPERTIES, LTD., hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions to date of the limited partners is \$5,000.00.
- 2. The amount of additional contributions anticipated to be contributed in the future is \$15,000,000.00.
- 3. The anticipated amount of the total capital contributions to date and anticipated to be contributed in the future of the limited partners that are allocated for the purposes of transacting business in the state of Florida is \$3,000,000.00.

Under penalties of perjury, I, being duly sworn, declare that I have read the formal and know the contents thereof and the facts stated herein are true and correct.

DATED this 7th day of April, 1998.

CNL FINANCIAL IV PROPERTIES, LTD., a Delaware limited partnership

By: CNL FINANCIAL IV PROPERTIES, INC., a Delaware corporation, as General Partner

Edgar J. Met Sougall, Executive Vice President

STATE OF FLORIDA COUNTY OF ORANGE

On this 7th day of April, 1998, Edgar J. McDougall, Executive Vice President of CNL FINANCIAL IV PROPERTIES, INC., General Partner of CNL FINANCIAL IV PROPERTIES, LTD., who is personally known to me, personally appeared before me and executed the foregoing Affidavit of Capital Contributions for Foreign Limited Partnership.

