



THE UNITED STATES
CORPORATION
COMPANY

M97000000238

ACCOUNT NO. : 072100000032

REFERENCE : 349245 4303929

AUTHORIZATION :

COST LIMIT : \$ 337.50

Patricia Pizjito

ORDER DATE : April 30, 1997

ORDER TIME : 11:44 AM

ORDER NO. : 349245-010

CUSTOMER NO: 4303929

CUSTOMER: Ms. Myrna Norman-golinsky
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

3000002161143-1-B

FOREIGN FILINGS

NAME: CF TWO, LLC.

XXXX QUALIFICATION (TYPE: CO)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 30 PM 12:51

BK 4/30/97
RECEIVED
97 APR 30 PM 4:14
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

RECEIVED

97 MAY -1 AM 11: 53

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

May 1, 1997

CARINA DUNLAP
CSC NETWORKS
TALLAHASSEE, FL

RESUBMIT

Please give original
submission date as file date.

SUBJECT: CF TWO, LLC
Ref. Number: W97000010054

We have received your document for CF TWO, LLC and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

In addition to the Application documents, a CERTIFICATE OF EXISTENCE from Delaware must be submitted. Please send an original -- not a photocopied -- certificate dated within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 597A00022795

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 30 PM 12: 51

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS
IN THE STATE OF FLORIDA:

1. CF TWO LLC
~~CF Two, L.L.C.~~
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation
"L.C." if not so contained in the name at present.. Please Note: L.L.C. Is not an acceptable suffix in Florida.)
2. Delaware
(Jurisdiction under the law of which foreign limited liability
company is organized)
3. _____
(FEI number, if applicable)
4. 4/29/97
(Date of Organization)
5. perpetual
(Duration: Year limited liability company will cease to exist
or "perpetual")
6. 5/1/97 (expected)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 1799 West Oakland Park Boulevard
Fort Lauderdale, FL 33311
(Street address of principal office)
8. List and indicate in title space provided the name, title, and business address of each managing
member[MGRM] or manager[MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
CF Investor Corp.	Managing Member		
<u>1799 West Oakland</u>			
<u>Park Boulevard, Fort</u>			
<u>Lauderdale, FL 33311</u>			
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

FILED STATE
SECRETARY OF CORPORATION
DIVISION OF CORPORATION
97 APR 30 PM 12:51

Filing Fee: \$ 52.50 for Application

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY

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DIVISION OF CORPORATIONS
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The undersigned member or authorized representative of a member of CF Two, L.L.C.

_____ deposes and says:

- 1) the above named limited liability company has ~~one~~^{one} ~~member~~^{member}.
- 2) the total amount of cash contributed by the member(s) is \$ 3,604,724.
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ -0-. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is
\$ 3,604,724. This total includes amounts from 2 and 3 above.

 (FERNANDO
MARGARET)

Signature of a member or authorized representative of a member.
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: CF Two, LLC

2. The name and address of the registered agent and office is:

Corporation Service Company

(Name)

1201 Hayes Street

(P.O. Box not acceptable)

Tallahassee, FL 32301

(City/State/Zip)

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DIVISION OF CORPORATIONS
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Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Sail Sheehy
(Signature)

4-30-97
(Date)

Filing Fee: \$ 35 for Designation of Registered Agent

State of Delaware
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "CF TWO LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-NINTH DAY OF APRIL, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 30 PM 12:51



Edward J. Freel

Edward J. Freel, Secretary of State

2745457 8300

971139344

AUTHENTICATION:

8442578

DATE:

04-29-97