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James Park Limited Partnership

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CERTIFICATE OF LIMITED PARTNERSHIP OF AMERICAN OPPORTUNITY FOR HOUSING-JAMES PARK LIMITED PARTNERSHIP

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of AMERICAN OPPORTUNITY FOR HOUSING-JAMES PARK LIMITED PARTNERSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be AMERICAN OPPORTUNITY FOR HOUSING-JAMES PARK LIMITED PARTNERSHIP (the "Partnership").
- 2. The address of the initial office where records shall be kept shall be 2161 Northwest Military Highway, Suite 111, San Antonio, Texas 78213.
- 3. 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.
 - 4. The name and initial business address of the General Partner is:

 JAMES PARK CORPORATION, a Florida corporation (1000) 22424

 2161 Northwest Military Highway, Suite 111

 San Antonio, Texas 78213.
- 5. The initial mailing address of the limited partnership is P.O. Box 4961, Orlando, Florida 32802-4961.
 - 6. The latest date upon which the Partnership is to dissolve shall be December 31, 2065.

This Certificate has been executed by the undersigned as of the 1th day of January, 2005

GENERAL PARTNER:

JAMES PARK CORPORATION, a Florida corporation

Name: Title: AGMIN

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P. 03

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for AMERICAN OPPORTUNITY FOR HOUSING-JAMES PARK LIMITED PARTNERSHIP, 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: Janice C. Myers, Vice President

Dated this ______day of January, 2005.

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P. 04

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the sole general partner of AMERICAN OPPORTUNITY FOR HOUSING-JAMES PARK LIMITED PARTNERSHIP and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of AMERICAN OPPORTUNITY FOR HOUSING-JAMES PARK LIMITED PARTNERSHIP, 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:	
	JAMES PARK CORPORAT By: AUG STANGE	W Z
	Name:	navo static
	Title:	PABYOOD
Dated this day of January; 2005.		
Dated this day of January; 2005.	•	
STATE OF TEXAS	w.e.	
COUNTY OF BEACH	- -	Chen al
DAVIDSTARL as	acknowledged before me this 9th PRISONAL of James Par	k Corporation, a Florida
corporation, as general partner of Ame Florida limited partnership. He she is a as identification and who did did not take	rsonally known to me or has produced _	Park Limited Partnership, a
	Tel Efel	-
	(Signature of Notary Public)	
RODRIC E, FITZGERALD		
Dicamber 29, 2007	(Typed name of Notary Public) Notary Public, State of	→ = •
	Commission No	
	My commission expires:	
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