

AUG-03-05 WED 06:48 PM

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P. 01

Division of Corporations

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Florida Department of State
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TALLAHASSEE, FLORIDA

FLORIDA LIMITED PARTNERSHIP

Timber Trace Apartments, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$148.75

W 08/09/05

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Corporate Filing

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
TIMBER TRACE APARTMENTS, LTD.**

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

1. The name of the Partnership shall be **TIMBER TRACE APARTMENTS, LTD.** (the "Partnership").
2. The address of the initial office where records shall be kept shall be The Brandywine Centre 1, 580 Village Blvd., Suite 120, West Palm Beach, Florida 33409. 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 names and initial business addresses of the General Partners are:

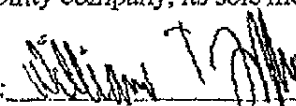
TIMBER TRACE GP, LLC, a Florida limited liability company
The Brandywine Centre 1
580 Village Blvd., Suite 120
West Palm Beach, Florida 33409
605-75788
4. The initial mailing address of the limited partnership is The Brandywine Centre 1, 580 Village Blvd., Suite 120, West Palm Beach, Florida 33409.
5. 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 1st day of August, 2005.

GENERAL PARTNER:

TIMBER TRACE GP, LLC, a Florida limited liability company

By: TRG Member, LLC, a Florida limited liability company, its sole member

By: 
William T. Fabbri,
Executive Vice President

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TALLAHASSEE, FLORIDA

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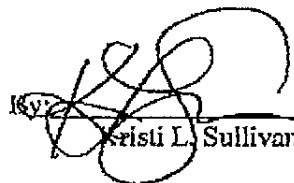
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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for TIMBER TRACE APARTMENTS, 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**



Kristi L. Sullivan, Vice President

Dated this 2nd day of August, 2005.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

The undersigned being the general partner of TIMBER TRACE APARTMENTS, 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 TIMBER TRACE APARTMENTS, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

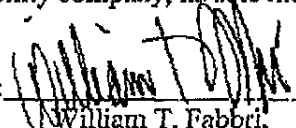
The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

TIMBER TRACE GP, LLC, a Florida limited liability company

By: TRG Member, LLC, a Florida limited liability company, its sole member

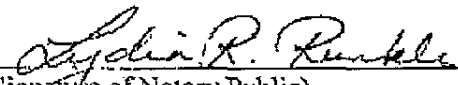
By: 
William T. Fabbri,
Executive Vice President

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Dated this 1st day of August, 2005.

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 1st day of August, 2005, by William T. Fabbri, as Executive Vice President of TRG Member, LLC, a Florida limited liability company, as sole member of Timber Trace GP, LLC, a Florida limited liability company, as general partner of Timber Trace Apartments, Ltd., a Florida limited partnership. He is personally known to me or has produced _____ as identification and who did/did not take an oath.


(Signature of Notary Public)

Lydia R. Runkle
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No. DD200765
My commission expires: 4-7-07



Lydia R. Runkle
My Commission DD200765
Expires April 07 2007