

12/20/2005 13:42 FAX 3057893490
Division of Corporations

STEARNS WEAVER MILLER

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Florida Department of State
Division of Corporations
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FLORIDA LIMITED PARTNERSHIP

Tallman Pines Associates II, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	06
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CERTIFICATE OF LIMITED PARTNERSHIP
OF
TALLMAN PINES ASSOCIATES II, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the General Partners of TALLMAN PINES ASSOCIATES II, LTD., a Florida limited partnership (the "Partnership"), hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:
TALLMAN PINES ASSOCIATES II, LTD.
2. The office and principal place of business for the Partnership is:
2950 S. W. 27th Avenue, Suite 200
Miami, Florida 33133
3. The name and address of the agent for service of process on the Partnership are:
Brian J. McDonough
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130
4. The names and addresses of the General Partners of the Partnership are:
TCG TALLMAN PINES II, LLC
2950 S. W. 27th Avenue, Suite 200
Miami, Florida 33133
MCCAN COMMUNITIES, INC.
3810 Inverrary Boulevard, Suite 405
Lauderhill, Florida 33319
5. The mailing address of the Partnership is:
2950 S. W. 27th Avenue, Suite 200

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TALLAHASSEE, FLORIDA

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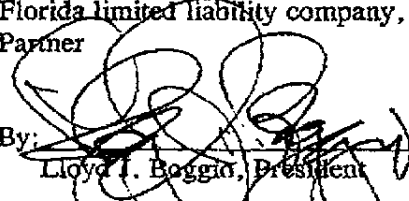
Miami, Florida 33133

6. The latest date upon which the Partnership shall dissolve is December 31, 2055.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: December 19, 2005

TCG TALLMAN PINES II, LLC, a
Florida limited liability company, a General
Partner

By: 
Lloyd T. Boggio, President

DATED: December ____, 2005

MCCAN COMMUNITIES, INC., a
Florida not-for-profit corporation, a
General Partner

By: _____
Name: _____
Title: _____

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for TALLMAN PINES ASSOCIATES II, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: December ____, 2005

Brian J. McDonough

H05000288959 3

Miami, Florida 33133

6. The latest date upon which the Partnership shall dissolve is December 31, 2055.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: December ____, 2005

TCG TALLMAN PINES II, LLC, a
Florida limited liability company, a General
Partner

By: _____
Lloyd J. Boggio, President

DATED: December 19, 2005

MCCAN COMMUNITIES, INC., a
Florida not-for-profit corporation, a
General Partner

By: Kevin Cregan
Name: Kevin Cregan
Title: Director

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for TALLMAN PINES ASSOCIATES II, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: December ____, 2005

Brian J. McDonough

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TALLAHASSEE, FLORIDA

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6. The latest date upon which the Partnership shall dissolve is December 31, 2055.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: December __, 2005

TCG TALLMAN PINES II, LLC, a
Florida limited liability company, a General
Partner

By: _____
Lloyd J. Boggio, President

DATED: December __, 2005

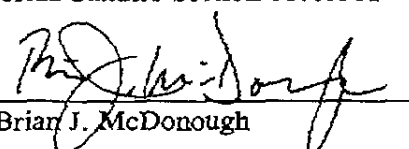
MCCAN COMMUNITIES, INC., a
Florida not-for-profit corporation, a
General Partner

By: _____
Name: _____
Title: _____

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for TALLMAN PINES ASSOCIATES II, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: December 19, 2005


Brian J. McDonough

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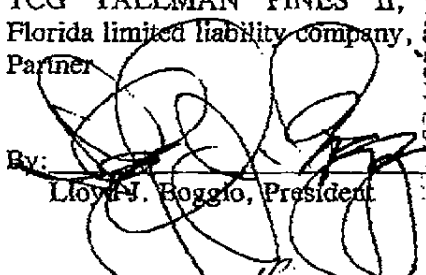
AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
 COUNTY OF MIAMI-DADE)

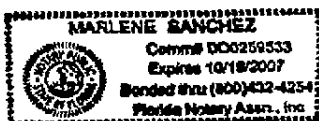
BEFORE ME, the undersigned authority, personally appeared Lloyd J. Boggio, as President of TCG Tallman Pines II, LLC, a Florida limited liability company, as General Partner of Tallman Pines Associates II, Ltd., a Florida limited partnership (the "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.98.

2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

TCG TALLMAN PINES II,
 Florida limited liability company, a General
 Partner
 By: 
 Lloyd J. Boggio, President

The foregoing instrument was acknowledged before me this 19 day of December, 2005 by Lloyd J. Boggio, as President of TCG Tallman Pines II, LLC, a Florida limited liability company, a General Partner of Tallman Pines Associates II, Ltd., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Print or Stamp Name:
 Notary Public, State of Florida at Large
 Commission No.:
 My Commission Expires:

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 SECRETARY OF STATE
 TALLMAN PINES II, LLC
 MIAMI, FLORIDA

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
) SS:
 COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared _____,
 as _____ of McCan Communities, Inc., a Florida not-for-profit corporation, as
 a General Partner of Tallman Pines Associates II, Ltd., a Florida limited partnership (the
 "Partnership"), who states as follows:

1. The aggregate capital contributions made by the Limited Partner of the
 Partnership to the Partnership is \$99.98.

2. It is not anticipated that the Limited Partner will make any additional
 contributions to the capital of the Partnership other than as set forth in Number 1 above.

MCCAN COMMUNITIES, INC.
 Florida not-for-profit corporation,
 General Partner

By: Kevin Cregan
 Name: Kevin Cregan
 Title: Director

The foregoing instrument was acknowledged before me this 19th day of December,
 2005 by Kevin Cregan, as Director of McCan Communities, Inc., a
 Florida not-for-profit corporation, a General Partner of Tallman Pines Associates II, Ltd., a
 Florida limited partnership, who is personally known to me or who has produced a driver's
 license as identification and who did not take an oath.

Deatra Glaser
 Print or Stamp Name:
 Notary Public, State of Florida at Large
 Commission No.:
 My Commission Expires:

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NOTARY PUBLIC
 STATE OF FLORIDA
 DEATRA GLASER
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