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FLORIDA/FOREIGN LP/LLLP GROVE MANOR PHASE I, LTD.

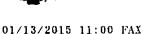
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JAN 1 4 2015







CERTIFICATE

OF

LIMITED PARTNERSHIP

OF

GROVE MANOR PHASE I, LTD.

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the General Partners of Grove Manor Phase I, 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 Partnership is:

> > GROVE MANOR PHASE I, LTD.

The mailing address and street address of the Partnership currently is: 2.

200 South Division Street Buffalo, New York 14204

The name and address of the agent for service of process on the

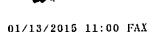
Partnership are:

Brian J. McDonough Museum Tower, Suite 2200 150 West Flagler Street Miami, Florida 33130

The name and address of the General Partners of the Partnership are: 4.

Norstar Grove Manor I, Inc. 200 South Division Street Buffalo, New York 14204

LWHA Grove Manor Phase I, LLC 10 West Sessoms Avenue Lake Wales, FL 33853



IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: January <u>/3</u>, 2015

NORSTAR GROVE MANOR I, INC., a Florida corporation, General Partner

Richard Higgins, Vice President

LWHA GROVE MANOR PHASE I, LLC, a Florida limited liability company, General Partner

By: Lake Wales Housing Authority, its Sole Authorized Member.

 $\sim 1 \sim 1$

Albert Kirkland, Jr., Executive Director

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Brian J. McDonough, hereby accept my appointment as registered agent for Grove Manor Phase I, Ltd., a Florida limited partnership. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: January 13, 2015

Brian J. McDonough

#3947513 vl

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