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STATEMENT OF MERGER LEXMERGE PARTNERSHIP 20441 ~ G 998 00000 167 INTO OAK SHADE APARTMENTS, LTD. -A17219

Pursuant to the provisions of Florida Statutes §620.8907, LEXMERGE PARTNERSHIP 20441, a general partnership existing under the laws of the State of Florida (the "Merged Entity"), and OAK SHADE APARTMENTS, LTD., a limited partnership existing under the laws of the State of Florida (the "Surviving Entity") (the Merged Entity and the Surviving Entity are referred to collectively as the "Constituent Entities"), adopt the following Statement of Merger for the purpose of merging the Merged Entity into the Surviving Entity:

- Entities. The Merged Entity shall be merged with and into the Surviving Entity (the 1. "Merger").
- Compliance With Laws. As of the time of the filing of the Statement of Merger, the 2. Constituent Entities have complied with the laws of the states under which they exist and the laws of those states permit the above referenced Merger.
- Principal Office. The location of the chief executive office of the Surviving Entity 3. is is 6954 Americana Parkway, Reynoldsburg, Ohio 43068.

IN WITNESS WHEREOF, each of the undersigned corporations have caused this Statement of Merger to be executed as of the 30 day of January, 1998.

BY:

LEXMERGE PARTNERSHIP 20441

OAK SHADE APARTMENTS, LTD.

Lexford, Inc., General Partner BY:

Paul R. Schd

Vice President

Lexford, Inc., General Partner

Paul R. Selid

Vice President