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ACCOUNT NO. : 072100000032

REFERENCE : 878877 4728933

AUTHORIZATION : Patricia Pizjuts

COST LIMIT : \$ 1785.00

ORDER DATE : October 27, 2000

ORDER TIME : 11:57 AM

ORDER NO. : 878877-005

CUSTOMER NO: 4728933

CUSTOMER: Diane Mccauley, Legal Asst
Mcmanemin & Smith
Suite 1600
600 North Pearl Street
Dallas, TX 75201-2890

400003443784--4

FOREIGN FILINGS

NAME: JEFFERSON AT YOUNG CIRCLE,
L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

FILED
00 OCT 30 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DIVISION OF CORPORATIONS
00 OCT 30 PM 12:52
TO ASSISTANT
SUFFICIENCY OF FILING

h/r 10/30

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Jefferson at Young Circle, L.P.
(Name of limited partnership as it is in the home state)
2. _____
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")
3. Delaware 4. October 17, 2000
(State of Formation) (Date of Formation)
5. Corporation Service Company
(Name of Registered Agent for Service of Process)
6. 1201 Hays Street
(Street Address of Registered Office)
- Tallahassee, Florida 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
Corporation Service Company
By: Carol K Dolor Carol K Dolor
(Agent must sign on this line) Assistant V.P.
8. Corporation Service Company
2711 Centerville Road, Suite 440 - Wilmington, DE 19808
(Address of registered office required in state of formation or, if not required, address of principal office)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
Apartment Community Realty LLC 600 E. Las Colinas Blvd., #1800, Irving, TX
75039
1497000000516
10. 600 E. Las Colinas Blvd., #1800, Irving, TX 75039
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

12. Jefferson at Young Circle, L.P.

600 E. Las Colinas Blvd., #1800

Irving, Texas 75039

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 25th day of OCTOBER

Joe Ratliff
General Partner
Apartment Community Realty LLC, a Delaware limited liability company
STATE OF Texas
COUNTY OF Dallas
Joe Ratliff
Vice President Taxation

On this 25th day of October, 2000

Joe Ratliff

personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

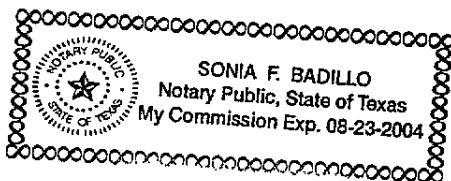
FILED
00 OCT 30 AM 8:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sonia F. Badillo
(Notary Public Signature)

Sonia F. Badillo
(Notary's Printed Name)

Seal

My Commission Expires: 8-23-2004



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared JOE RATLIFF Vice President of Apartment Community Realty LLC
a general partner of Jefferson at Young Circle, L.P., a (xx) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 5,500,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 5,500,000.00

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 24th day of October, 2000.

Joe Ratliff
General Partner

Apartment Community Realty LLC, a Delaware limited liability company
Vice President, Taxation

Signed as Elected
Officer of LLC

STATE OF Texas
COUNTY OF Dallas

On this 25th day of October, 2000.

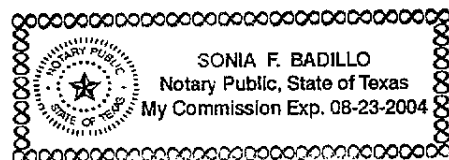
Joe Ratliff, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Sonia F. Badillo
(Notary Public Signature)

Sonia F. Badillo
(Notary's Printed Name)



Seal

My Commission Expires: 8-23-2004

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