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ACCOUNT NO. : 072100000032

REFERENCE : 881895 4728933

AUTHORIZATION : Patricia Pigeot

COST LIMIT : \$125.00

FILED
00 NOV - 1 PM 5:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : October 31, 2000

ORDER TIME : 1:48 PM

ORDER NO. : 881895-005

CUSTOMER NO: 4728933

\$1,785.00

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

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RECEIVED
00 NOV - 1 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOREIGN FILINGS

NAME: JEFFERSON AT DOUGLAS ENTRANCE,
L.P.

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandy Mathis ext 1165

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BR 11/1

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

1. Jefferson at Douglas Entrance, 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 16, 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: Louise B. Smith
(Agent must sign on this line)
Louise B. Smith, Asst. Vice-President

8. _____

600 East Las Colinas Blvd., Suite 1800, Irving, TX 75039
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS STREET ADDRESS

JPI Genpar Realty LLC 600 E. Las Colinas Blvd., Suite 1800, Irving, Texas
75039

M90000000338

10. 600 E. Las Colinas Blvd., Suite 1800, Irving, Texas 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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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

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TALLAHASSEE, FLORIDA

12. Jefferson at Douglas Entrance, L.P.
600 E. Las Colinas Blvd., Suite 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 27th day of October, 2000
JPI Genpar Realty, LLC, a Delaware limited liability company

STATE OF Texas
General Partner
Joe Ratliff
Vice President Taxation

COUNTY OF Dallas

On this 27 day of October, 2000

personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

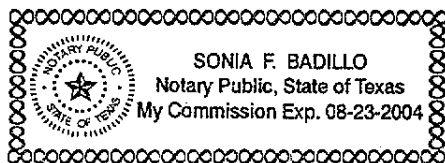
Sonia F. Badillo
(Notary Public Signature)

Sonia F. Badillo
(Notary's Printed Name)

Seal

My Commission Expires:

8/23/2004



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TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared _____
a general partner of Jefferson at Douglas Entrance, L.P., a (~~NY~~) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 6,000,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 8,000,000

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 27th day of October, 2000.

JPI Genpar Realty LLC, a Delaware limited liability company,

Joe Rariff

General Partner
Joe Rariff

Vice President Taxation

STATE OF Texas

COUNTY OF Dallas

On this 27 day of October, 2000.

_____, personally appeared before me,

who is personally known to me

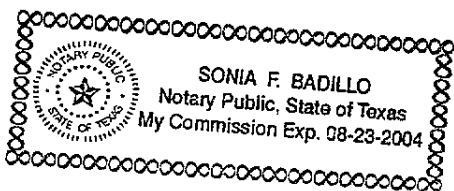
whose identity I proved on the basis of _____

Sonia F Badillo
(Notary Public Signature)

Sonia F Badillo
(Notary's Printed Name)

Seal

My Commission Expires: 8/23/2004



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