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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0383

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
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M. HODGES

05 JUN 30 PM 1:47

FOREIGN LIMITED PARTNERSHIP
JEFFERSON COMMONS ON ORPINGTON, L.P.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$96.25

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

1. JEFFERSON COMMONS ON ORPINGTON, 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. JUNE 29, 2005
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Rays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Accepted by the Registered Agent for Service of Process:
Corporation Service Company

By: Camela Thompson
(Agent must sign on this line)

8. 600 East Las Colinas Blvd., Suite 1800, Irving, Texas 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
<u>Apartment Community Realty LLC</u>	<u>600 East Las Colinas Blvd.</u>
	<u>Suite 1800</u>
	<u>Irving, Texas 75039</u>

M97-514

10. 600 East 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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn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

06 JUN 2005 11:07

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12 500 East 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 29th day of June, 2005
Apartment Community Realty LLC

By: [Signature]
James W. Morgan, Jr. General Partner
Assistant Vice President

STATE OF Texas

COUNTY OF Dallas

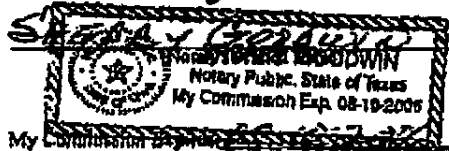
On this 29 day of June, 2005

JAMES W. MORGAN, JR., personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

[Signature]
Notary Public (Signature)



Seal

My

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared APARTMENT COMMUNITY REALTY LLC
a general partner of Jefferson Commons on Orpington, L.P., a (an) Delaware
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1 The amount of capital contributions of the limited partners is \$ 0.00
- 2 The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.00

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 29th day of June, 2005.

Apartment Community Realty LLC

By: James W. Morgan, Jr.
Assistant Vice President

STATE OF TEXAS

COUNTY OF DALLAS

On this 29 day of June, 2005.

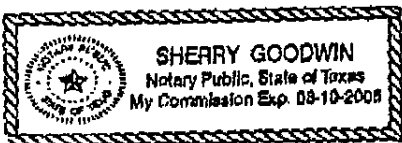
JAMES W. MORGAN, personally appeared before me,

- who is personally known to me
- whose identity I proved on the basis of _____

[Signature]
(Notary Public Signature)

SHERY GOODWIN
(Notary's Printed Name)

Seal My Commission Expires: 08-10-2006



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