

Document Number Only

B98000000161

C T CORPORATION SYSTEM

660 East Jefferson Street

Requestor's Name

Tallahassee, Florida 32301

Address

(850) 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

200002460652--5

-03/18/98--01053--015

***1750.00 ***1750.00

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
681MMR 18 PM12:41

Merry Land News REIT I LP

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-03/18/98--01053--016

*****35.00 *****35.00

☐ Profit

☐ NonProfit

☐ Limited Liability Company

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Fict. Filing

☐ Change of FID 053--017

☐ Limited Liability Partnership

☐ ***8.75 ***8.75

☐ Certified Copy

☐ Photo Copies

☒ CUS

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☐ Call if Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

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Thanks, Melanie

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3/18/98

Florida Department of State, Jim Smith, Secretary of State

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
88 MAR 18 PM 12:41

1. Merry Land DownREIT I LP
(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. Georgia 4. January 15, 1998
(State of Formation) (Date of Formation)

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

6. 1200 South Pine Island Road
(Street Address of Registered Office)

Plantation, Florida 33324
(City) (Zip Code)

✓ 7. Acceptance by the Registered Agent for Service of Process.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(Agent must sign on this line)

8. 624 Ellis Street, Augusta, GA 30901
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

SPECIFIC ADDRESS

Merry Land Apartment Communities, Inc..

624 Ellis Street, Augusta, GA 30901

F95000006222

10. 624 Ellis Street, Augusta, GA 30901
(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 cancelled or withdrawn.

12. 624 Ellis Street, Augusta, GA 30901
(Mailing Address of Limited Partnership)

This 16 day of March, 1998,
MERRY LAND APARTMENT COMMUNITIES, INC., a Maryland corporation

By: [Signature]
As Its: General Partner

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 18 PM 12:41

STATE OF GEORGIA

COUNTY OF RICHMOND

THE FOREGOING instrument was acknowledged and sworn to before me this 16th day
of March, 1998, by ** (Name of General Partner) of
** Merry Land Apartment Communities, Inc.

Merry Land DownREIT I LP
(Name of Limited Partnership), A Georgia (State or Country) Limited
Partnership, on behalf of the Limited Partnership.

[Signature]

Notary Public

State of Georgia at Large

(SEAL)

My Commission Expires:

5-11-99

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared Merry Land Apartment Communities, Inc.
 general partner of Merry Land DownREIT I LP, a (an)
Georgia limited partnership, hereinafter referred to as the "Partnership", who
 certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 100,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100,000,000.

This 16th day of March, 1998.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury I declare that I have read the foregoing and that the facts are true, to the best of my knowledge and belief.

MERRY LAND APARTMENT COMMUNITIES, INC., a Maryland corporation
 General Partner

By: [Signature]

As Its:

STATE OF Georgia
 COUNTY OF Richmond
 DATE March, 1998

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to take acknowledgments in and for the State and County set forth above, personally appeared Merry Land Apartment Communities, Inc. General Partner, known to me and know by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 16th day of March, 1998.

[Signature]
 Notary Public

Seal

State of Georgia at Large
 My Commission Expires:
5-11-99