



# B99000000047

ACCOUNT NO. : 072100000032

REFERENCE : 081348 4331602

AUTHORIZATION :

COST LIMIT :

*Patricia Piquet*  
~~\$ 1785.00~~ ~~\$ 1890.00~~

1898.75  
\$1890.00 *70*

ORDER DATE : December 29, 1998

ORDER TIME : 2:28 PM

ORDER NO. : 081348-010

100002762941--8

CUSTOMER NO: 4331602

CUSTOMER: Cheryl L. Campbell, Legal Asst  
Munsch Hardt Kopf & Harr, P.c.  
4000 Fountain Place  
1445 Ross Avenue  
Dallas, TX 75202-2790

99 FEB -3 AM 8:57  
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: JEFFERSON AT THARPE LIMITED PARTNERSHIP

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 9:49

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPIES \*(2)\*  
   PLAIN STAMPED COPY  
  X   CERTIFICATE OF GOOD STANDING

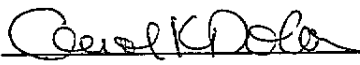
CONTACT PERSON: Jeannine Reynolds/tlo

B99-47

Name	<i>2-3</i>
Availability	
Document Examiner	<i>[Signature]</i>
Updater	<i>[Signature]</i>
Updater Verifier	<i>[Signature]</i>
Acknowledgement	<i>[Signature]</i>
W. P. Verifier	<i>[Signature]</i>

Florida Department of State, Sandra B. Mortham, Secretary of State

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

1. JEFFERSON AT THARPE LIMITED PARTNERSHIP  
(Name of limited partnership as it is in the home state)
2. JEFFERSON AT THARPE LIMITED PARTNERSHIP  
(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  
(State of Formation)
4. December 29, 1998  
(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.  
  
(Agent must sign on this line)
8. 600 E. 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>M41-516</u> APARTMENT COMMUNITY REALTY LLC, A DELAWARE LIMITED LIABILITY COMPANY	600 E. LAS COLINAS BLVD., SUITE 1800 IRVING, TX 75039
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's is canceled or withdrawn.
12. 600 E. LAS COLINAS BLVD., SUITE 1800, IRVING, TEXAS 75039  
(Mailing Address of Limited Partnership)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 9:49

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.

This 28<sup>th</sup> day of December, 1998.

JEFFERSON AT THARPE LIMITED PARTNERSHIP, A  
DELAWARE LIMITED PARTNERSHIP

By: APARTMENT COMMUNITY REALTY LLC,  
A DELAWARE LIMITED LIABILITY  
COMPANY, GENERAL PARTNER

By: Scot M. McLaughlin  
Name: Scot M. McLaughlin  
Title: Vice President

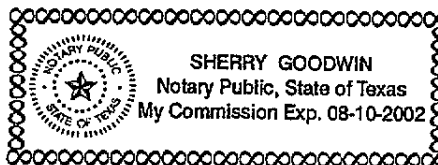
STATE OF TEXAS       §  
                                  §  
COUNTY OF DALLAS   §

On this 28<sup>th</sup> day of December, 1998, Scot M. McLaughlin, V.P. of  
APARTMENT COMMUNITY REALTY LLC, a Delaware limited liability company, general partner of  
JEFFERSON AT THARPE LIMITED PARTNERSHIP personally appeared before me, who is personally known  
to me, on behalf of said limited liability company and partnership.

Sherry Goodwin  
(Notary Public Signature)  
SHERY GOODWIN  
(Notary's Printed Name)

Seal

My Commission Expires: \_\_\_\_\_



FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 9:49

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP**

*BEFORE ME the undersigned* Scot McLaughlin, Vice President of Apartment Community Realty LLC  
*a general partner of JEFFERSON AT THARPE LIMITED PARTNERSHIP, A Delaware limited partnership*  
*hereinafter referred to as the "Partnership", who certifies as follows:*

1. The amount of capital contributions of the limited partners is \$11,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$11,000,000.

*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.*

This 28<sup>th</sup> day of December, 1998.

By: Scot McLaughlin  
Scot M. McLaughlin Vice President  
of Apartment Community Realty LLC, as  
general partner of Jefferson at Tharpe  
Limited Partnership

STATE OF TEXAS

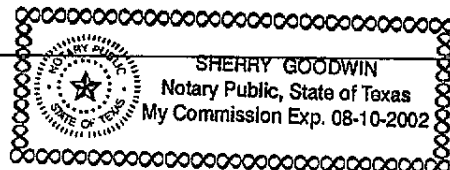
COUNTY DALLAS

On this 28<sup>th</sup> day of December, 1998, Scot McLaughlin personally appeared before me,  
☒ who is personally known to me  
☐ whose identity I proved on the bases of \_\_\_\_\_

Sherry Goodwin  
(Notary Public Signature)

SHERY GOODWIN  
(Notary's Printed Name)

My commission expires: \_\_\_\_\_



P:\4212\137\AUTHORIT\REGIST.WPD

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 AM 9:49