

M03000002147

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

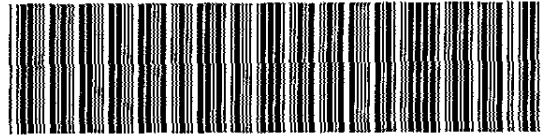
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
03 JUL -1 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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03 JUL -1 AM 10:27
STATE DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 153393 4312639
AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 160.00

03 JUL -1 PM 2:00
FILED
SERIALIZED
TALLAHASSEE, FLORIDA

ORDER DATE : June 30, 2003
ORDER TIME : 9:24 AM
ORDER NO. : 153393-005
CUSTOMER NO: 4312639
CUSTOMER: Lynn Buckley, Legal Assistant
Skadden Arps Slate Meagher &
One Rodney Square
P.o. Box 636
Wilmington, DE 19899

FOREIGN FILINGS

NAME: AIMCO YACHT CLUB, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

1. AIMCO Yacht Club, LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(FEI number, if applicable)
4. June 23, 2003
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 4582 South Ulster Street Parkway, Suite 1100
Denver, CO 80237
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The name and usual business addresses of the managing members or managers are as follows:

AIMCO Properties, L.P.
4582 South Ulster Street Parkway, Suite 1100
Denver, CO 80237

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Acquisition
and management of real property

[See attached signature page]

Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Typed or printed name of signee

Signature of a member or an authorized representative of a member.

ADMCO Properties, L.P.,
a Delaware limited partnership

By: ADMCO-GP, Inc.,
a Delaware corporation,
its general partner

By: 

Name: Chad Asarch
Its: Vice President

03 JUL -1 PM 2:00
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SERIES 1000 STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE
STATE OF FLORIDA.

03 JUL - 1 PM 2:00
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The name of the Limited Liability Company is:

AIMCO Yacht Club, LLC

2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company
(Name)
1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)
Tallahassee FL 32301
(City/State/Zip)

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Ann E. Skelling
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Delaware

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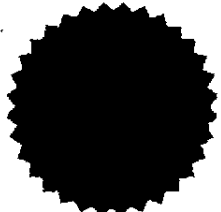
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "AIMCO YACHT CLUB, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE FIRST DAY OF JULY, A.D. 2003.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AIMCO YACHT CLUB, LLC" WAS FORMED ON THE TWENTY-THIRD DAY OF JUNE, A.D. 2003.

FILED
03 JUN -1 PM 2:00
STATE
DELAWARE



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3660295 8300

AUTHENTICATION: 2504583

030433041

DATE: 07-01-03