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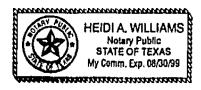
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Florida Department of State, Jim Smith, Secretary of State

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

1. 1294-N1 FLORIDA ASSOCIATES LIMITED PA (Name of limited partnership as it is in the	RTNERSHIP home state:
2.	
*** · · · · · · · · · · · · · · · · · ·	the limited partnership proposes to register or the word "LIMITED" or "LTD.")
3. DELAWARE	4. <u>JANUARY 12. 1996</u>
(State of Formation)	(Date of Formation)
5	ORPORATION SYSTEM
(Name of Registered Ag	ent for Service of Process)
6. <u>c/o C T Corporati</u> (Street Address o	on Syutem, 1200 South Pine Island Road f Registered Office)
Plantation	, Florida <u>33324₹¹८०</u> %
(City)	(Zip Code)
7. Acceptance by the Registered Agent for S	Service of Process.
	st sign on this line) Daniel R. Glating Vice President
(Type Name	and Title of Officer)
 5310 Harvest Hill Rd., Suite 210, L.B. (Address of Registered Office required in Principal Office.) 	120. Dallas. TX 75230-5805 State of Formation or, if not required, Address o
9. NAME OF GENERAL PARTNERS	SPECIFIC ADDRESS
1994-N1 Florida GP Corp.	5310 Harvest Hill Rd., Dallas, TX 75230
FOLCODODATIS	
10. <u>5310 Harvest Hill Road, Suite 210, Da</u> (Office where Names, Addresses ar	11as, TX 75230-5805 nd Contributions of Limited Partners are kept.)
 The limited partnerhsip will undertake to capital contributions of the limited partner or registration in Florida is cancelled or withdrawn 	o keep the records listing the addresses and limited partners until the limited partnership's wn.
12. 5310 Harvest Hill Road, Suite 210, Da	
(Mailing Address	of Limited Partnership)

This 134	day of February , 19 96 .		
Gen 1994-N1 Flo	oral Partner) Som		
STATE OF TEX	AS		
COUNTY OF DAT	LLAS		
of February , 199	nstrument was acknowledged and swo (a, by B.W. Giesen, TI, Secre a GP Corp., general partner of arntership), A Limited Partnershi	taru (Name of Gene	eral-Partner) of
Partnerhsip, on beh	nalf of the Limited Partnership.	Delaware Ela	9
No	otary Public ate of <u>TCKQS</u> at Large		FILE
(SEAL)	My Commission Expires: <u>8・30-77</u>		.D PH 1: 00



AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared B.W. Giesen, II, Secretary of 1994-N1 Florida GP Corp., a general partner of 1994-N1 Florida Associates 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 \$9,900,00.
- 2. The anticipated amount of the capital contributions of the limited partner that are allocated for the purposes of transacting business in Florida is \$9,900.00.

This 14th day of February, 1996.

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.

General Partner

1994-N1 Florida GP Com.

By: [] (Control B.W. Giesen, II. Secretary)

STATE OF TEXAS COUNTY OF DALLAS DATE 02/14/96

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 B.W. Giesen, II, Secreary of 1994-N1 Florida GP Corp., known to me and known 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 WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 14th day of February, 1996.

HEIDI A. WILLIAMS
Notary Public
STATE OF TEXAS
My Comm Exp 08/30/99

Notary Public
State of Texas at Large
My commission expires:
08-30-99

B96000000061

STEPHEN D. POWELL, P.C.

ATTORNEYS AT LAW

Telephone (214) 922-3100 Pacsimile (214) 953-7799

(Writer's Direct Dial No. 214/922-3104)

700 NORTH PEARL STREET SUITE 2400 L.B. 339 DALLAS, TEXAS 75201-7424

December 19, 1996

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Via Federal Express

Re: N3 Biscayne Blvd Associates Limited Partnership 1993-N3 Florida Associates Limited Partnership 1994-N1 Florida Associates Limited Partnership 1994-N2 Florida Associates Limited Partnership

500002051205--4 -01/08/97--01106--007 ***2326,25 ***1750.00

Dear Sir/Madam:

Enclosed are the ANNUAL REPORTS for the above-referenced limited partnerships for accompanied by the respective checks for the annual fees.

I trust that with these filings the subject limited partnerships have met the requirements of the Department of State. If there is anything further you require, please do not hesitate to me. My direct dial number and address are shown above.

Sincerely yours,

STEPHEN D. POWELL, P.C.

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SUPPLEMENTAL AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

The undersigned general partner of 1994-N1 Florida Associates L.P., a Delaware limited partnership, doing business in Florida as 1994-N1 Florida Associates Limited Partnership, executed this supplemental affidavit filed pursuant to section 620.176, Florida Statues.

The total amount of capital contributions of the limited partner that is allocated for the purpose of transacting business in Florida is \$2,074,050.00.

This 6th day of December, 1996.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the following and that the facts fire to the best of my knowledge and belief.

1994-N1 Florida GP Corp., general partner

Name

B.W. Giesen, II

Title:

Vice President

FEES: \$7 per \$1000, based on the additional contributions Minimum \$52,50 - Maximum \$1750

INSHE 22 (7-90)