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THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 609423 4338458

AUTHORIZATION :

COST LIMIT : \$

Patricia Pizit

00 MAR -2 PM 5:46
RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ORDER DATE : March 2, 2000

ORDER TIME : 3:12 PM

ORDER NO. : 609423-110

CUSTOMER NO: 4338458

000003155590--7

CUSTOMER: Ms. Cherryl Kirby
OCWEN FINANCIAL CORPORATION
OCWEN FINANCIAL CORPORATION
The Forum
1675 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

DOMESTIC FILING

NAME: NHP AFFORDABLE HOUSING LIMITED
PARTNERSHIP-VILLA PALOMA

EFFECTIVE DATE: _____

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

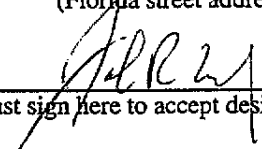
EXAMINER'S INITIALS: _____

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00 MAR -2 PM 3:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

hK
3/2/01

CERTIFICATE OF LIMITED PARTNERSHIP

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STATE
CORPORATIONS

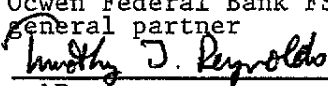
1. NHP Affordable Housing Limited Partnership- Villa Paloma
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1675 Palm Beach Lakes Blvd., Suite 1002, West Palm Beach, FL 33401
(Business address of Limited Partnership)
3. John R. Erbey
(Name of Registered Agent for Service of Process)
4. 1675 Palm Beach Lakes Blvd., Suite 1002, West Palm Beach, FL 33401
(Florida street address for Registered Agent)
5. By: 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1675 Palm Beach Lakes Blvd., Suite 1002, West Palm Beach, FL 33401
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2055
8. Name(s) of general partner(s): _____ Street address: _____

<u>Ocwen Federal Bank FSB</u>	<u>1675 Palm Beach Lakes Blvd., Suite 1002</u>
_____	<u>West Palm Beach, FL 33401</u>
_____	_____
_____	_____

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 29th day of February, ~~XX~~ 2000.

Signature of all general partners:

_____	Ocwen Federal Bank FSB, its general partner <u></u>
General Partner	General Partner Timothy J. Reynolds, Vice President and Assistant Secretary
_____	_____
General Partner	General Partner
_____	_____
General Partner	General Partner

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

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COMMERCIAL
CORPORATIONS

The undersigned constituting all of the general partners of NHP Affordable Housing Limited
Partnership- Villa Paloma
a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$ None.

The total amount contributed and anticipated to be contributed by the limited partners at this time
totals \$ 1,000.00.

Signed this 29th day of February, ~~19~~ 2000.

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*

General Partner

General Partner

General Partner

Owen Federal Bank FSB, its general partner

Timothy J. Reynolds

General Partner

Timothy J. Reynolds, Vice President and
Assistant Secretary

General Partner

General Partner