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	ACCOUNT NO.: 072100000032 REFERENCE: 876685 4311473 AUTHORIZATION: Tatricia 14475 COST LIMIT: \$ 105.00 148.75	
	: December 31, 2002 : 1:36 PM	
ORDER NO.	: 876685-005	
CUSTOMER N	0: 4311473	
CUSTOMER:	Jackie Gerstenfeld, Paralegal Stearns Weaver Miller Weissler Alhadeff & Sitterson, Museum Tower, Suite 2200 150 West Flagler Street Miami, FL 33130	₩. Q.
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	DOMESTIC FILING	
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MAK	DOMESTIC FILING	2;DEC 3: FH 1: 22 LAHASSEE, FLORIDA
ART	DOMESTIC FILING E: EAGLE LAKE APARTMENTS, LTD.	2DEC 31 FM 1:22 LAHASSEE, FLORIDA
ART XX CER ART	DOMESTIC FILING E: EAGLE LAKE APARTMENTS, LTD. EFFECTIVE DATE: ICLES OF INCORPORATION TIFICATE OF LIMITED PARTNERSHIP	2DEC 3: FM 1:22 LAHASSEE, FLORIDA
ART CER ART PLEASE RET XX CE	DOMESTIC FILING E: EAGLE LAKE APARTMENTS, LTD. EFFECTIVE DATE: ICLES OF INCORPORATION TIFICATE OF LIMITED PARTNERSHIP ICLES OF ORGANIZATION	2DEC 31 FM 1:22 LAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

OF

EAGLE LAKE APARTMENTS, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of EAGLE LAKE APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

EAGLE LAKE APARTMENTS, LTD.

2. The office and principal place of business for the Partnership currently is:

2937 S. W. 27th Avenue, Suite 303 Coconut Grove, Florida 33133

3. The name and address of the agent for service of process on the Partnership

are:

Brian J. McDonough 2200 Museum Tower 150 West Flagler Street Miami, Florida 33130

4. The name and address of the General Partner of the Partnership are:

EAGLE LAKE APARTMENTS, INC. 2937 S. W. 27 Avenue, Suite 303 Coconut Grove, Florida 33133

(E) (S1010, 1101,

5. The mailing address of the Partnership is:

2937 S. W. 27th Avenue, Suite 303 Coconut Grove, Florida 33133

6. The latest date upon which the Partnership shall dissolve is December 31,

2052.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: December 21, 2002

EAGLE LAKE APARTMENTS, INC., a Florida corporation, its sole General Partner

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Brian J. McDonough hereby accepts his appointment as registered agent for EAGLE LAKE APARTMENTS, LTD., a Florida limited partnership and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: December 1, 2002

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA)
COUNTY OF DADE) SS)

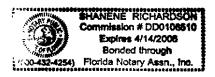
BEFORE ME, the undersigned authority, personally appeared Lloyd Boggio, as President of EAGLE LAKE APARTMENTS, INC., a Florida corporation, as General Partner of EAGLE LAKE APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

- 1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$99.99.
- 2. It is not anticipated that the Limited Partner will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

EAGLE LAKE APARTMENTS, INC., a Florida corporation its sole General Partner

By. Lloyd Boggid, Presider

The foregoing instrument was acknowledged before me this day of December, 2002 by Lloyd Boggio, as President of EAGLE LAKE APARTMENTS, INC., a Florida corporation, a General Partner of EAGLE LAKE APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.



Print or Stamp Name:

Notary Public, State of Florida at Large

Commission No.:

My Commission Expires:

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