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GINGLY SIMMONS (Requestor's Name) OSC
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(Address)
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ACCOUNT NO. : 072100000032 REFERENCE: 962575 AUTHORIZATION : COST LIMIT : \$ 140.00 ORDER DATE: March 11, 2003 ORDER TIME : 2:22 PM ORDER NO. : 962575-005 CUSTOMER NO: 9196A CUSTOMER: Ms. Clare Phillips Katherine A. Christy, P.a. 300 International Parkway Suite 130 Heathrow, FL 32746 DOMESTIC FILING NAME: FLORIDA CAPITAL APARTMENTS -TAMPA, LTD. EFFECTIVE DATE: XX CERTIFICATE OF LIMITED PARTNERSHIP PLEASE RETURN THE FOLLOWING AS PROOF OF FILING: XX CERTIFIED COPY CONTACT PERSON: GINGER SIMMONS EXT 1139 EXAMINER'S INITIALS:

CERTIFICATE OF LIMITED PARTNERSHIP

1,	FLORIDA CAPITAL APARTMENTS - TAMPA, LTD. (Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2.	300 International Parkway, Suite 130, Heathrow, Florida 32746 (Business address of Limited Partnership)
3.	C. Thomas Selhy (Name of Registered Agent for Service of Process)
4.	300 International Parkway, Suite 130, Heathrow, Florida 32746 (Florida street address for Registered Agent)
5,	(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6.	300 International Parkway, Suite 130, Heathrow, Florida 32746 (Mailing Address of the Limited Partnership)
7.	The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2027
8.	Name(s) of General Partner(s): Street Address:
	FCLC TAMPA, LLC 300 International Parkway, Suite 130 Heathrow, FL 32746
and that	Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof the facts stated herein are true and correct.
Signed t	his 7 th day of March, 2003.

Signature of all General Partners:

FCLC TAMPA, LLC

By: C. Thomas Selby, Member

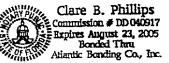
Katherine A. Christy, Member

STATE OF FLORIDA COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared C. Thomas Selby, as Member of FCLC TAMPA, LLC, the sole General Partner of FLORIDA CAPITAL APARTMENTS - TAMPA, LTD., to me known to be the person described in and who executed the foregoing instrument, and who acknowledged before me that he executed the same on behalf of said corporation.

WITNESS my hand and official seal at Seminole County, Florida, this 777 day of March, 2003.

(SEAL)



Clare B. Phillips

My commission expires: August 23, 2005

STATE OF FLORIDA COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgements, personally appeared Katherine A. Christy, as Member of FCLC TAMPA, LLC, the sole General Partner of FLORIDA CAPITAL APARTMENTS - TAMPA, LTD., to me known to be the person described in and who executed the foregoing instrument, and who acknowledged before me that he executed the same on behalf of said corporation.

WITNESS my hand and official seal at Seminole County, Florida, this // day of March, 2003.

(SEAL)

Clare B. Phillips
Commission # DD 040917
Expires August 23, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

Clare B. Phillips

My commission expires: August 23, 2005

AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FLORIDA LIMITED PARTNERSHIP

The undersigned constituting all of the general partners FLORIDA CAPITAL APARTMENTS - TAMPA, LTD, a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$100.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$100.00.

Signed this ____ day of March, 2003.

FURTHER AFFIANT SAYETH NOT.

FCLC TAMPA, LLC

C. Thomas Selby, Member

Katherine A. Christy, Member