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06/14/04--01033--011 \*\*1802.50

04 JUN 14 11:53

04 JUN 14 11:53

STATE OF FLORIDA  
TALLAHASSEE, FLORIDA

04 JUN 14 PM 2:15

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204700 034893

CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

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04 JUN 14 PM 2:15  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CONTACT: TRICIA TADLOCK  
DATE: 06-14-04  
REF. #: 0151.27161  
CORP. NAME: SANTA CLARA APARTMENTS II, LTD.

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION                | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT                            | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME         |
| <input type="checkbox"/> FOREIGN QUALIFICATION                    | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input type="checkbox"/> LIMITED LIABILITY       |
| <input type="checkbox"/> REINSTATEMENT                            | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL              |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION              |   |  |
| <input checked="" type="checkbox"/> OTHER: SUPPLEMENTAL AFFIDAVIT |   |  |

STATE FEES PREPAID WITH CHECK# 508528 FOR \$ 1802.50.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

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| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

**SUPPLEMENTAL AFFIDAVIT  
OF CAPITAL CONTRIBUTIONS OF  
SANTA CLARA APARTMENTS II, LTD.**

FILED  
04 JUN 14 PM 2:15  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA       )  
                              )SS.  
COUNTY OF MIAMI-DADE)

Pursuant to Section 620.112 of the Florida Revised Uniform Limited Partnership Act, the undersigned, as the general partners of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership (the "Partnership"), upon being duly sworn, deposes and says:

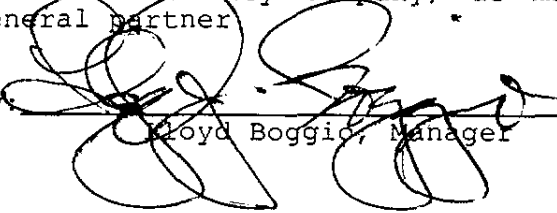
1. The aggregate capital contributions made by the Limited Partner of the Partnership to the Partnership is \$19,115,000.

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.

DATED: June 9, 2004

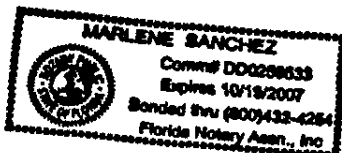
SANTA CLARA APARTMENTS II, LTD., a  
Florida limited partnership


By: TCG SANTA CLARA II, LLC, a Florida  
limited liability company, as managing  
general partner

By:   
Lloyd Boggio, Manager

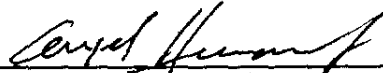
STATE OF FLORIDA       )  
                              )SS:  
COUNTY OF MIAMI-DADE)

Sworn to and subscribed before me this 16 day of June, 2004, by Lloyd Boggio, as Manager of TCG SANTA CLARA II, LLC, a Florida limited liability corporation, as managing general partner of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification.



  
Print Name: \_\_\_\_\_  
Notary Public, State of Florida at Large  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

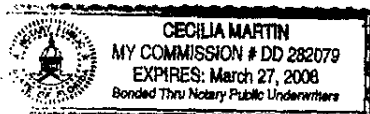
{Executions continued on following pages}




Angel A. Hernandez, as Vice President of TRG SANTA CLARA II, Inc., a Florida corporation, a co-general partner of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

Sworn to and subscribed before me this 16 day of June, 2004, by Angel A. Hernandez, as Vice President of TRG SANTA CLARA II, INC., a Florida corporation, a co-general partner of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification.



  
Print Name: \_\_\_\_\_  
Notary Public, State of Florida at Large  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

{Executions continued on following pages}

*Joaquin A. Avino*

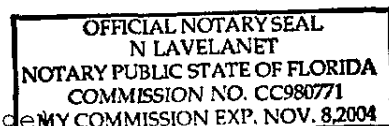
Joaquin Avino, as President of  
STRATEGIC SANTA CLARA II, INC., a  
Florida corporation, a co-general  
partner of SANTA CLARA APARTMENTS  
II, LTD., a Florida limited  
partnership

STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF MIAMI-DADE            )

Sworn to and subscribed before me this 16<sup>th</sup> day of  
June, 2004, by Joaquin Avino, as President of STRATEGIC  
SANTA CLARA II, INC., a Florida corporation, a co-General Partner  
of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership,  
who is personally known to me or who has produced a driver's  
license as identification.

*N. Lavelanet*

Print Name: Nancy Lavelanet  
Notary Public, State of Florida at Large  
Commission No.:  
My Commission Expires:



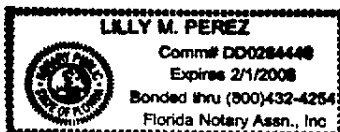
{Executions continued on following page}

Silvio Cardoso

Silvio Cardoso, as President of UNITED SANTA CLARA II, INC., a Florida corporation, a co-general partner of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership

STATE OF FLORIDA                   )  
  ) SS:  
COUNTY OF MIAMI-DADE           )

June Sworn to and subscribed before me this 16<sup>th</sup> day of June, 2004, by Silvio Cardoso, as President of UNITED SANTA CLARA II, INC., a Florida corporation, a co-general partner of SANTA CLARA APARTMENTS II, LTD., a Florida limited partnership, who is personally known to me or who has produced a driver's license as identification.



Lilly Perez

Print Name: \_\_\_\_\_  
Notary Public, State of Florida at Large  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_