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FLORIDA LIMITED PARTNERSHIP

Chelsea Quality Living Residential Florida III, Ltd.

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CERTIFICATE OF LIMITED PARTNERSHIP

1. Chelsea Quality Living Residential Florida III, Ltd.
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")
2. 1518 Koenig Lane, Austin, Texas 78756
(Business address of Limited Partnership)
3. MOTOLAW, Inc.
(Name of Registered Agent for Service of Process)
4. 50 North Laura Street, Suite 2500, Jacksonville, FL 32202
(Florida street address for Registered Agent)
5. _____
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1518 Koenig Lane, Austin, Texas 78756
(Mailing Address for Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is: December 31, 2043
8. Name(s) of general partner(s): _____ Street address: _____
Chelsea Laurel Oaks I, Inc. 1518 Koenig Lane
103000053804 Austin, TX 78756

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 5th day of June, 2003.

CHELSEA LAUREL OAKS I, INC.
General Partner

By: Edward W. Conk
Edward W. Conk, President

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

The undersigned constituting all of the general partners of CHELSEA QUALITY LIVING RESIDENTIAL FLORIDA III, LTD., a Florida Limited Partnership, certify:

The amount of capital contributions to date of the limited partners is \$10.00.

The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$10.00.

Signed this 5th day of ^{June}~~May~~, 2003.

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.

CHELSEA LAUREL OAKS I, INC.
General Partner

By: Edward W. Conk
Edward W. Conk, President

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