

Division of Corporations

A03000001680

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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To: Division of Corporations
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DIVISION OF CORPORATION

03 DEC -1, AM 8:03

RECEIVED

FLORIDA LIMITED PARTNERSHIP
HARBOUR WALK TAMPA APARTMENTS, LTD.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$87.50

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CERTIFICATE OF LIMITED PARTNERSHIP

- 1. Name of Limited Partnership (must contain a suffix such as "Limited", "Ltd." Or "Limited Partnership"):

HARBOUR WALK TAMPA APARTMENTS, LTD.

- 2. Business Address of Limited Partnership:

6700 Casa Grande Way
Delray Beach, Florida 33446

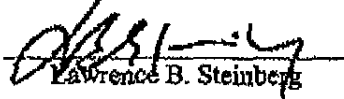
- 3. Name of Registered Agent:

Lawrence B. Steinberg

- 4. Address of Registered Agent:

700 S. Federal Highway
Suite 200
Boca Raton, Florida 33432

- 5. Signature of Resident Agent Accepting Designation:


Lawrence B. Steinberg

- 6. Mailing Address of the Limited Partnership:

6700 Casa Grande Way
Delray Beach, Florida 33446

- 7. The latest date upon which the Limited Partnership is to be dissolved:

December 31, 2053

- 8. Name and Address of General Partner:

Harbour Walk GP Inc.
6700 Casa Grande Way
Delray Beach, Florida 33446

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Signed this 26 of November, 2003.

GENERAL PARTNER:

Harbour Walk GP Inc., a Florida corporation



By: Ronald Eisenberg, President

03 DEC -4 PM 1:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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#0300329094

AFFIDAVIT

COUNTY OF PALM BEACH
STATE OF FLORIDA

Before me the undersigned authority, personally appeared Ron Eisenberg, who being first duly sworn, on oath deposes and states:

The undersigned being President of Harbour Walk GP Inc., a Florida corporation, the general partner of HARBOUR WALK TAMPA APARTMENTS, LTD., a Florida limited partnership, certifies:

1. The amount of capital contributions to date of the limited partners is \$1,000.00.
2. The total amount contributed and anticipated to be contributed to the limited partners at this time totals \$1,000.00.
3. Affiant further states that he is familiar with the nature of an oath and with the penalties as provided by the laws of the State of Florida for falsely swearing to statements made in an instrument of this nature. Affiant further certifies that he has read, or has heard read to him, the full facts of this Affidavit and understands its contents.

Dated this 26 day of November, 2003.

By: [Signature]
Ronald Eisenberg, President of Harbour Walk GP Inc.,
General Partner of Harbour Walk Tampa Apartments, Ltd.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 DEC -4 PM 1:01

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SWORN TO AND SUBSCRIBED AND ACKNOWLEDGED before me this 26 day of November, 2003, by Ronald Eisenberg, as President for and on behalf of Harbour Walk GP Inc., a Florida corporation, general partner of Harbour Walk Tampa Apartments Ltd, who is personally known to me or produced _____ as identification.

[Signature]
Notary Public State of Florida

(seal)

My Commission Expires: