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Division of Corporations

NO. 746 0001
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DIVISION OF CORPORATION

FLORIDA LIMITED PARTNERSHIP
CHOWDER BAY APARTMENT ASSOCIATES, LTD.

Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CHOWDER BAY APARTMENT ASSOCIATES, LTD.**

Pursuant to Section 620.108, Florida Statutes, the undersigned, being the sole General Partner, desiring to form a Florida limited partnership, does hereby swear and affirm as follows:

1. The name of the Limited Partnership is CHOWDER BAY APARTMENT ASSOCIATES, LTD.
2. The business address and mailing address of the Limited Partnership is 900 SE 3rd Avenue, Suite 201, Fort Lauderdale, Florida 33316.
3. The street address of the registered office of the Limited Partnership is 900 SE 3rd Avenue, Suite 201, Fort Lauderdale, Florida 33316 and the name of the Registered Agent is Kevin Coffey.
4. The name and address of the General Partner is as follows:

MRI Chowder Bay GP, LLC
900 SE 3rd Avenue, Suite 201
Fort Lauderdale, Florida 33316
5. The latest date upon which the Limited Partnership is to dissolve is December 31, 2054.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 18th day of May 2004.

**GENERAL PARTNER:
MRI CHOWDER BAY GP, LLC**

By: 

Print Name: KEVIN COFFEY
Title: Managing Member

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BERGER SINGERMAN → 888#5676#024#18502050383

NO. 746 0003

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of **CHOWDER BAY APARTMENT ASSOCIATES, LTD.** as made in the foregoing Certificate of Limited Partnership and agree to act in such capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of **CHOWDER BAY APARTMENT ASSOCIATES, LTD.**

Date: May 18, 2004


KEVIN COFFEY
Initial Registered Agent

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MAY 20 AM 10:23
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR A
FLORIDA LIMITED PARTNERSHIP
CHOWDER BAY APARTMENT ASSOCIATES, LTD.**

The undersigned constituting all of the general partners of CHOWDER BAY APARTMENT ASSOCIATES, LTD. a Florida Limited Partnership, certify:

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 by the limited partners at this time totals \$1,000.00.

Signed this 18th day of May 2004.

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.

**GENERAL PARTNER:
MRI CHOWDER BAY GP, LLC**

By: 

Print Name: **KEVIN COFFEY**
Title: **Managing Member**

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