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To:

Division of Corporations : (850) 205-0383

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From:

: CORPORATION SERVICE COMPANY Account Name

Account Number : I20000000195 : (850)521-1000 Phone (850) 558-1575 Fax Number

FLORIDA LIMITED PARTNERSHIP

ARDENBROOK APARTMENTS LIMITED PARTNERSHIP

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CERTIFICATE OF LIMITED PARTNERSHIP OF GARDENBROOK APARTMENTS LIMITED PARTNERSHIP

THE UNDERSIGNED hereby make and tile with the Secretary of State of the State of Florida, this Certificate of Limited Partnership for the purpose of forming a limited partnership for profit m accordance with the laws of the State of Florida.

- NAME OF PARTNERSHIP. The name of the limited partnership shall GARDENBROOK APARTMENTS LIMITED PARTNERSHIP.
- 2. LOCATION OF PRINCIPAL PLACE OF BUSINESS. The principal place of business of the partnership shall be located at 247 North Westmonte Drive, Altamonte Springs, Florida 32714, or at such other place or places as the General Partners shall from time to time determine.
 - 3. NAME AND ADDRESS OF THE AGENT FOR SERVICE OF PROCESS.

W. Terry Costolo, Esquire 301 East Pine Street, Suite 1400 Orlando, Florida 32801

4. NAME AND BUSINESS ADDRESS OF EACH GENERAL PARTNER.

Picerne Gardenbrook, LLC, a Florida limited liability company
247 North Westmome Drive
Altamonte Springs, Florida 32714

05 - 3641

5. MAILING ADDRESS OF THE LIMITED PARTNERSHIP.

247 North Westmonte Drive Altamonte Springs, Florida 32714

6. TERM. The partnership shall be dissolved on December 31, 2055, units point dissolved and terminated prior to such date as provided in the Limited Partnership Agreement of the partnership.

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EXECUTED this 10th day of January, 2005

General Partners:

PICERNE GARDENBROOK, LLC, a Florida limited liability company

By: Name: Robert M. Picerne, as Manager

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SECRETARY OF STATE.
TALLAHASSEE, FI TOBLE.

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AFFIDAVIT OF LIMITED PARTNERS' CONTRIBUTIONS

Pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, Florida Statutes. Chapter 620,108, the undersigned certify that the amount of capital contributions of the Limited Partners of Gardenbrook Apartments Limited Partnership is \$999.90. The total amount contributed and anticipated by the limited partners at this time totals 3999.90. If additional capital contributions are made in the future, a Supplemental Affidavit of Limited Partners' Contributions will be submitted at that time.

FURTHER AFFIANT SAYETH NOT.

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

Executed this 12th day of January, 2005.

General Partner:

PICERNE GARDENBROOK, LLC, a Florida limited liability company

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ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED. W. Terry Costola, accepts his designation as Registered Agent for Gardenbrook Apartments Limited Partmership and the obligations imposed on him as Registered Agent pursuant to the Florida Revised Uniform Limited Partnership Act. Florida Statues, Chapter 620.

EXECUTED this 12th day of January, 2005.

W. Terry Costolo, Esquire

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