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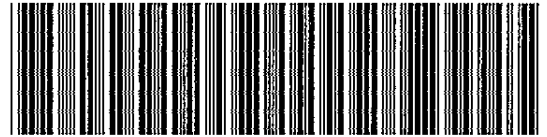
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DATE: 01-10-06

NAME: ATLANTIC HOUSING PARTNERS LTD

TYPE OF FILING: CERTIFICATE OF LP

COST: CK FOR \$1,000 ATTACHED

RETURN:

ACCOUNT: ~~FCA0000000015~~

AUTHORIZATION: ~~ABBIE/PAUL HODGE~~

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
ATLANTIC HOUSING GROUP PARTNERS, LTD.**

Pursuant to the authority of Section 620.1201, Florida Statutes, the undersigned, constituting the sole general partner of ATLANTIC HOUSING GROUP PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be ATLANTIC HOUSING GROUP PARTNERS, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 1551 Sandspur Road, Maitland, Florida 32751. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The names and initial business address of the General Partner is:

ATLANTIC HOUSING GROUP PARTNERS, L.L.C., a Florida limited liability company
1551 Sandspur Road
Maitland, Florida 32751

LU6000003099

4. The initial mailing address of the limited partnership is 1551 Sandspur Road, Maitland, Florida 32751.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2066.

This Certificate has been executed by the undersigned as of the 7 day of January, 2006.

GENERAL PARTNER:

**ATLANTIC HOUSING GROUP PARTNERS,
L.L.C.**, a Florida limited liability company

By: 

Paul M. Missigman, Manager

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for ATLANTIC HOUSING GROUP PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with and accepts its statutory obligations as such.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.,** a Florida corporation

By: _____


Robyn L. Noren,
Vice President

Dated this 7 day of January, 2006.