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From:

Account Name : STEARNS WEAVER MILLER, ET AL.
Account Number : 076077002504
Phone : (305) 789-3200
Fax Number : (305) 789-3395

FLORIDA/FOREIGN LP/LLP
KING'S MANOR APARTMENTS, LTD.

Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
KING'S MANOR APARTMENTS, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of King's Manor Apartments, Ltd., a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:
KING'S MANOR APARTMENTS, LTD.
2. The mailing address and the street address of the Partnership is
9400 S. Dadeland Boulevard, Suite 100
Miami, Florida 33156
3. The name and address of the agent for service of process on the Partnership are:
Brian J. McDonough
2200 Museum Tower
150 West Flagler Street
Miami, Florida 33130
4. The name and address of the General Partner of the Partnership are:
PHG - KING'S MANOR, LLC
9400 S. Dadeland Boulevard, Suite 100
Miami, Florida 33156

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as General Partner, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: January 27, 2006

PHG - KING'S MANOR, LLC, a Florida limited liability company, a General Partner

By: 
David O. Deutch, Vice President

Filed by: Maritza Villar, Legal Assistant
Stearns Weaver Miller et al.
150 W. Flagler St., Museum Tower #2200
Miami, FL 33130
Ph: 305-789-3200 Fax: 305-789-3395

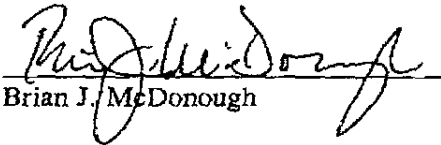
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Brian J. McDonough, hereby accepts my appointment as registered agent for KING'S MANOR APARTMENTS, LTD., a Florida limited partnership. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DATED: January 21, 2006


Brian J. McDonough

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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