

APR-11-07 TUE 02:11 AM

PAY NO.

P. 02

Division of Corporations

Page 1 of 1

A060000004/95
FILED

Florida Department of State
Division of Corporations
Public Access System

2006 / APR 10 A 9:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000093252 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407)839-4200
Fax Number : (407)839-4264

FLORIDA/FOREIGN LP/LLP

Gainesville Apartments, Ltd.

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$1,061.25

Electronic Filing Menu

Corporate Filing Menu

Help

APR-11-06 TUE 02:16 AM
030-203-0381

4/10/2006 11:08 FAX NO. 001/001 Florida Dept of State

P. 01

FILED

2006 APR 10 A 9:49

SECRETARY OF STATE
TALLAHASSEE, FLORIDA



April 10, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

REARD AND CASSEL (ORLANDO)

SUBJECT: GAINESVILLE APARTMENTS, LTD.
REF: W06000016855

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnon Hunt
Document Specialist

FAX Aud. #: W06000093252
Letter Number: 306A00024040

RECEIVED

06 APR 10 PM 2:29

DIVISION OF CORPORATION

P.O. BOX 6327 - Tallahassee, Florida 32314

FILED

CERTIFICATE OF LIMITED PARTNERSHIP

OF

GAINESVILLE APARTMENTS, LTD.

2006 APR 10 A 9:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

1. The name of the Partnership shall be GAINESVILLE APARTMENTS, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be The Brandywine Centre 1, 580 Village Blvd., Suite 120, West Palm Beach, Florida 33409. 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:

GAINESVILLE HOUSING GP, LLC, a Florida limited liability company
The Brandywine Centre 1
580 Village Blvd., Suite 120
West Palm Beach, Florida 33409
406-35732

4. The initial mailing address of the limited partnership is The Brandywine Centre 1, 580 Village Blvd., Suite 120, West Palm Beach, Florida 33409.

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

6. The Partnership hereby elects to not be a limited liability limited partnership.

APR-11-06 TUE 02:17 AM

FAX NO.

P. 04

FILED

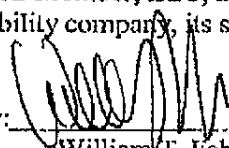
This Certificate has been executed by the undersigned as of the 4 day of April, 2006. A 9:49

2006 APR 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GENERAL PARTNER:

GAINESVILLE HOUSING GP, LLC, a Florida
limited liability company

By: TRG Member, LLC, a Florida limited
liability company, its sole member

By: 
William T. Fabbri
Executive Vice President

APR-11-06 TUE 02:18 AM

FAX NO.

P. 05

FILED

2006 APR 10 A 9:49

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for GAINESVILLE APARTMENTS, 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: 

Kristi L. Sullivan,
Vice President

Dated this 16th day of April, 2006.