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Florida Department of State  
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## FLORIDA/FOREIGN LP/LLP

The Austin Apartments, Ltd.

Certificate of Status	1
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**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
THE AUSTIN APARTMENTS, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of The Austin 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:  
**THE AUSTIN APARTMENTS, LTD.**
2. The mailing address and the street address of the Partnership is  
908 South Rome Avenue, Suite 3  
Tampa, Florida 33606
3. The name and address of the agent for service of process on the Partnership are:  
Alexander English  
908 South Rome Avenue, Suite 3  
Tampa, Florida 33606
4. The name and address of the General Partner of the Partnership are:  
THE AUSTIN APARTMENTS GP, LLC  
908 South Rome Avenue, Suite 3  
Tampa, Florida 33606

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: February 15, 2007

THE AUSTIN APARTMENTS GP, LLC, a  
Florida limited liability company, a General  
Partner

By: 

Name: Alexander English

Title: President

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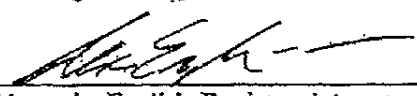
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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Alexander English, hereby accepts my appointment as registered agent for The Austin 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: February 15, 2007

  
Alexander English, Registered Agent

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