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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 617-6383

From:

Account Name : STEARNS WEAVER MILLER WEISSLER ALHADEF & SITTERSON, P.A.
Account Number : I20060000135
Phone : (305) 789-3200
Fax Number : (305) 789-3395

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08 MAR -5 AM 9:01

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FLORIDA/FOREIGN LP/LLLP

BROOKWOOD APARTMENTS, LTD.

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

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Corporate Filing Menu

T. CLINE

MAR - 6 2008

EXAMINER

MEMORANDUM

TO: Florida Department of State
FROM: Ritzy Villar
RE: Brookwood Apartments, Ltd.
DATE: March 5, 2008

The Articles of Organization of PHG - Brookwood, LLC, the general partner of the above-referenced limited partnership, were filed contemporaneously herewith.

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2008 MAR -5 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP**OF****BROOKWOOD APARTMENTS, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of Brookwood 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:

BROOKWOOD 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 - Brookwood, LLC
9400 S. Dadeland Boulevard, Suite 100
Miami, Florida 33156

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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: March 4, 2008

PHG - Brookwood, LLC, a Florida limited liability company, General Partner

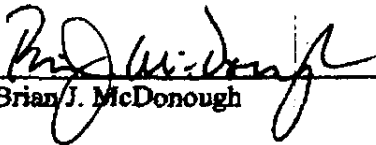
By: 

David O. Deutch, Vice President

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Brian J. McDonough, hereby accept my appointment as registered agent for BROOKWOOD 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: March 4, 2008


Brian J. McDonough

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA