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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

M. THOMAS

APR 10 2009

EXAMINER

**COVER LETTER**

**TO:** Registration Section  
Division of Corporations

**SUBJECT:** Boynton Bay Towers II, Ltd.

(Name of Florida Limited Partnership or Limited Liability Limited Partnership)

The enclosed Certificate of Limited Partnership and fees are submitted for filing.

Please return all correspondence concerning this matter to:

Thomas Hinnners

(Contact Person)

Auburn Management, Inc.

(Firm/Company)

777 East Atlantic Avenue, Suite 200

(Address)

Delray Beach FL 33483

(City, State and Zip Code)

For further information concerning this matter, please call:

Thomas Hinnners at ( 561 ) 278-3901

(Name of Contact Person)

(Area Code and Daytime Telephone Number)

Enclosed is a check for the following amount:

- |   |  |   |  |
|---|--|---|--|
| <input type="checkbox"/> \$1,000.00 Filing Fees<br>(\$965 Filing Fee and<br>\$35 Registered Agent<br>Fee) | <input checked="" type="checkbox"/> \$1,008.75 Filing Fees<br>and Certificate of<br>Status | <input type="checkbox"/> \$1,052.50 Filing Fees<br>and Certified Copy | <input type="checkbox"/> \$1,061.25 Filing Fees,<br>Certified Copy, and<br>Certificate of Status |
|---|--|---|--|

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**MAILING ADDRESS:**

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

CR2E030 (01/06)

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
BOYNTON BAY TOWERS II, LTD.**

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

1. The name of the Partnership shall be **BOYNTON BAY TOWERS II, LTD.** (the "Partnership").

2. The address of the initial office where records shall be kept shall be 777 East Atlantic Avenue, Suite 200, Delray Beach, Florida, 33483. The name and address of the initial registered agent for service of process is Thomas Hinner, 777 East Atlantic Avenue, Suite 200, Delray Beach, Florida 33483.

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

**BOYNTON BAY TOWERS II GP, LLC.**  
777 East Atlantic Avenue, Suite 200.  
Delray Beach, Florida 33483

LOG-34880

4. The initial mailing address of the limited partnership is 777 East Atlantic Avenue, Suite 200, Delray Beach, Florida 33483.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2069.

6. The Partnership is not a limited liability limited partnership.

This Certificate has been executed by the undersigned as of the 7th day of April, 2009.

**GENERAL PARTNER:**

**BOYNTON BAY TOWERS II GP, LLC**, a Florida limited liability company

By: Auburn Management, Inc., a Florida corporation, its sole member


By: Brian J. Hinner  
Name: Brian J. Hinner  
Title: President

**ACKNOWLEDGEMENT OF REGISTERED AGENT**

Having been designated as the Registered Agent for BOYNTON BAY TOWERS II, 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.

**Thomas Hinnners**

By:

  
Thomas Hinnners

Dated this 7th day of April, 2009.