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**CERTIFICATE OF LIMITED PARTNERSHIP
OF**

LAUREL POINTE APARTMENTS, LP

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the sole General Partner of LAUREL POINTE APARTMENTS, LP, a Florida limited partnership (the "Partnership"), hereby executes and submits for filing with the Florida Department of State this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

LAUREL POINTE APARTMENTS, LP

2. The mailing address and street address of the Partnership currently is:

4300 Marsh Landing Blvd., #101
Jacksonville Beach, FL 32250

3. The name and address of the agent for service of process on the Partnership are:

Alexander B. Cvercko
12170 Cedar Trace Dr. S
Jacksonville, FL 32246

3. The name and address of the General Partner of the Partnership are:

Laurel Pointe Apartments GP, LLC
4300 Marsh Landing Blvd., #101
Jacksonville Beach, FL 32250

20900007985

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: August 17, 2009

Laurel Pointe Apartments GP, LLC

By:

Name: Christopher C. Finlay
Title: Managing Member

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Alexander B. Cvercko, hereby accept the appointment as registered agent for LAUREL POINTE APARTMENTS, LP, 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 am familiar with and accept the obligations of the position of registered agent.

DATED: August 17, 2009


Alexander B. Cvercko

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