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Uptown Maitland Apartments, Ltd.

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JUL 13 2011
EXAMINER

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**CERTIFICATE OF LIMITED LIABILITY PARTNERSHIP
OF
UPTOWN MAITLAND APARTMENTS, LTD.**

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

1. The name of the Partnership shall be UPTOWN MAITLAND APARTMENTS, LTD.

2. The address of the initial office where records shall be kept shall be 700 West Morse Boulevard, Suite 220, Winter Park, Florida 32789. The name of the initial registered agent for service of process is Registered Agent Group, L.L.C., a Florida limited liability company, and the street address of the initial registered agent office is 1651 Sandspur Road, Maitland, Florida 32751.

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

SAS UPTOWN MAITLAND APARTMENTS MANAGERS, L.L.C., a Florida limited liability company
655 West Morse Boulevard, Suite 212
Winter Park, Florida 32789

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4. The initial mailing address of the limited partnership is P.O. Box 941688, Maitland, Florida 32794-1688.

5. The duration of the Partnership shall be perpetual, unless dissolved in accordance with the terms of the governing partnership agreement of the Partnership.

6. The Partnership hereby elects to be a limited partnership.

This Certificate has been executed by the undersigned as of the 8th day of July, 2011.

GENERAL PARTNER:

**SAS UPTOWN MAITLAND APARTMENTS
MANAGERS, L.L.C.**, a Florida limited liability company

By: Southern Affordable Services, Inc., a Florida non-profit corporation, its sole member

By: [Signature]
Scott D. Clark, President

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ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated Registered Agent for UPTOWN MAITLAND 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.

**Registered Agent Group, L.L.C., a Florida
limited liability company**

By: 
Sarah Schwemin, Manager

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