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CITY PLACE APARTMENTS, LTD.

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CITY PLACE APARTMENTS, LTD.

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SEP 30 2015
J. HARRIS

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CITY PLACE APARTMENTS, LTD.**

Pursuant to the Florida Revised Uniform Limited Partnership Act of 2005, the undersigned, being the General Partners of City Place Apartments, Ltd., a Florida limited partnership (the "Partnership"), hereby execute and submit 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:

CITY PLACE APARTMENTS, LTD.

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

3050 Biscayne Boulevard
Suite 300
Miami, Florida 33137

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:

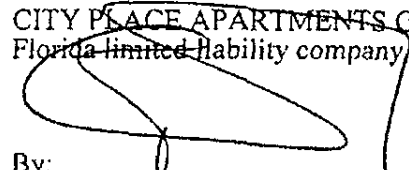
City Place Apartments GP, LLC
Document No. L15000164339
3050 Biscayne Boulevard
Suite 300
Miami, Florida 33137

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CLERK OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Limited Partnership as General Partners, pursuant to the provisions of Section 620.1204 of the Florida Revised Uniform Limited Partnership Act of 2005.

DATED: September 28, 2015

CITY PLACE APARTMENTS GP, LLC, a
Florida limited liability company

By: 
Name: Francisco Rojo
Title: Vice President and Secretary

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

I, Brian J. McDonough, hereby accept my appointment as registered agent for City Place 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: September 28, 2015


Brian J. McDonough

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SECRETARY OF STATE
TALLAHASSEE FLORIDA