

193

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM

FILED
DIVISION OF CORPORATIONS
06 FEB -8 AM 9:17

LIMITED PARTNERSHIP REINSTATEMENT



FLORIDA DEPARTMENT OF STATE
Secretary of State
DIVISION OF CORPORATIONS

DOCUMENT # A32261

1. Name of Limited Partnership

Midland Properties Limited Partnership XV

2. Principal Office Address

3000 Bayport Drive

3. Mailing Office Address

101 Arch Street

Suite, Apt. #, etc.

Suite 1100

Suite, Apt. #, etc.

13th Floor

City & State

Tampa, FL

City & State

Boston, MA

Zip

33607

Country

U.S.

Zip

02110

Country

U.S.

500065467045
02/08/06--01011--021 **27000.00

CR2E039 (11/05)

CSS

4. Date Formed or Registered To Do Business in Florida 11/25/1991

5. FEI Number 593099492

Applied For Not Applicable

6. CERTIFICATE OF STATUS DESIRED \$8.75 Additional Fee required for a Certificate of Status

8. Name and Address of Current Registered Agent

MMA Fianacial Holdings, Inc.

Street Address (P.O. Box Number is Not Acceptable)

3000 Bayport Drive

Suite, Apt. #, Etc.

Suite 1100

City

Tampa

State

FL

Zip Code

33607

7. FEES:

Filing Fee(s): \$411.25 for each year due this office.

Supplemental Fee(s): \$88.75 for each year due this office.

Penalty Fee(s): \$500 for each year or part thereof limited partnership revoked on our records

9. Pursuant to the provisions of section 620.1810 or 620.1909, Florida Statutes, I hereby accept the appointment of registered agent. I am familiar with, and accept the obligations of Chapter 620, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

(REGISTERED AGENT MUST SIGN)

DATE

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY MUST BE REGISTERED AND ACTIVE WITH THIS OFFICE.

10. Name(s) of General Partner(s)	Address of Each General Partner (Do NOT Use Post Office Box Numbers)	City, State and Zip Code	10a. Registration Document Number
Midland Equity II Limited Partnership	3000 Bayport Drive, Suite 1100	Tampa, FL 33607	B970000440
	FF'S - \$1500		REINSTATEMENT 04-06

Note: General partners MAY NOT be changed on this form; an amendment must be filed to change a general partner.

11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Chapter 119, F.S. in the event that the information supplied is deemed exempt from public access. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effects as if made under oath. I further certify that I am a General Partner of the limited partnership, receiver or trustee empowered to execute this report as required by chapter 620, Florida Statutes.

SIGNATURE

[Signature] VKO President

DATE 1/23/06

Typed or Printed Name of General Partner Signing Form

Midland Equity II L.P., a Delaware L.P., by its general partner MMA Equity Corp.

Telephone Number



MMA
FINANCIAL

MMA Financial, LLC

101 Arch Street
Boston, Massachusetts 02110-1106
T 617. 439.3911 F 617. 439.9978
www.MMAfin.com

A MuniMae Company

2 of 3

VIA OVERNIGHT MAIL

Florida Office of Secretary of State
Registration Section
Department of State Division of
Corporations
2661 Executive Center Circle
Tallahassee, FL 32301

ATTN: Brenda Tadlock

RE: Annual Reports

Dear Ms. Tadlock:

Please note that the following Florida entities are in default due to a delay in filing their Annual Reports and accompanying fees:

Midland Equity II Limited Partnership
Midland Properties Limited Partnership for Corporate Investors
Midland Properties Limited Partnership I
Midland Properties Limited Partnership II
Midland Properties Limited Partnership III
Midland Properties Limited Partnership IV
Midland Properties Limited Partnership V
Midland Properties Limited Partnership VI
Midland Properties Limited Partnership VII
Midland Properties Limited Partnership VIII
Midland Properties Limited Partnership IX
Midland Properties Limited Partnership X
Midland Properties Limited Partnership XI
Midland Properties Limited Partnership XII
Midland Properties Limited Partnership XIV
Midland Properties Limited Partnership XV
Midland Properties Limited Partnership XVI
Midland Properties Limited Partnership XVII

In an effort to bring the above entities ("Entities") in good standing and reinstatement, Matt Celata, the other paralegal in this office, called your office and spoke with you to discuss not only the procedures of reinstating the Entities, but to explain our situation and the reasons why these Entities fell behind in their annual maintenance. You advised Matt that if the reinstatement forms were accompanied by a letter indicating that the Entities failed to receive notification that reports were due and would subsequently be inactivated for failure to file, your office would waive the reinstatement fee and the above Entities would only be responsible for filing fees for years 2004, 2005, and 2006.

393

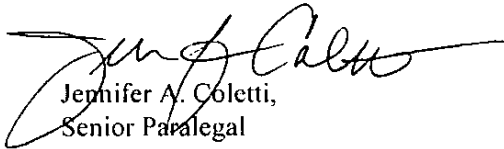
As such, I would like to explain the history of how this office became the new guardians of the Entities. MMA Financial, which is a Baltimore-based company, acquired a Florida company, called Midland Equity Corporation and its assets back in 1999. MMA Financial then acquired this Boston office in 2003. During the time period of 2003 and 2004, the Entities were still controlled out of the Florida MMA office. The Entities did not come under the Boston office's purview until mid-2005. In our diligence review of passing of these Entities, we were informed that all Entities were in good standing and we never received notices informing that failure to file any reports would cause inactivation.

We are eager to get the Entities in good standing, and appreciate any help the Florida Secretary of State can permit due to the circumstances in our "pause" of these Entities's maintenance. Please find enclosed the Reinstatement Statements as well as a check in the amount of \$27,000, representing the filing Fees for all Entities for the years 2004, 2005 and 2006.

Should you have any questions pertaining to this matter, please do not hesitate to contact me at (617) 772-0327 or Matt Celata at (617) 772-9576.

Thank you for all the anticipated assistance you can provide, and we look forward to working with the Florida Secretary of State's Office in the future.

Sincerely,



Jennifer A. Coletti,
Senior Paralegal

/jac

Enclosures

cc: Matt Celata