

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32310
904-222-9171
904-222-0191 FAX

800-342-0086

CSO networks

RUSH WILL WAIT

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 548885 4134B

AUTHORIZATION :

Patricia Pajito

COST LIMIT : \$ 140.00

ORDER DATE : February 27, 1995

ORDER TIME : 8:51 AM

ORDER NO. : 548885

200001416112

CUSTOMER NO: 4134B

CUSTOMER: Mr. Helen Brock Ford
BROAD AND CASSEL

Suite 1100
390 N. Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

XXX RUSH WILL WAIT

NAME: ARBOR GROVES HOUSING PARTNERS
II, LTD.

ARTICLES OF INCORPORATION
XXX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

PK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 27 PM 12:41

95 FEB 27 PM 12:41

* CERTIFICATE OF LIMITED PARTNERSHIP
OF
ARBOR GROVES HOUSING PARTNERS II, LTD.

FILED STATE
SECRETARY OF CLARK COUNTY
95 FEB 27 PM 3:31

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of ARBOR GROVES HOUSING PARTNERS II, LTD. ("Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be ARBOR GROVES HOUSING PARTNERS II, LTD.

2. The address of the office where records shall be kept shall be 2200 Lucien Way, Suite 450, Maitland, Florida 32751. The name and address of the registered agent for service of process is B&C Corporate Services c/o Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and business address of the general partner is:

94000051828
CED CAPITAL HOLDINGS IV B, Inc., a Florida Corporation
2200 Lucien Way, Suite 450
Maitland, Florida 32751

4. The mailing address of the limited partnership is 2200 Lucien Way, Suite 450, Maitland, Florida 32751.

5. The latest date upon which the Partnership is to dissolve shall be December 31, 2045.

This Certificate has been executed by the undersigned this 24th day of February, 1995.

GENERAL PARTNER:

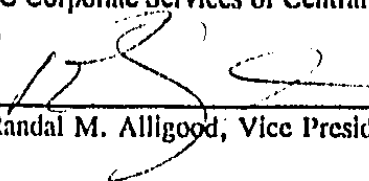
CED CAPITAL HOLDINGS IV B, INC., a
Florida corporation

By: Donna D. Pepper
Donna D. Pepper, Vice President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as Registered Agent for ARBOR GROVES HOUSING PARTNERS II, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with its statutory obligations as such.

B&C Corporate Services of Central Florida,
Inc.

By: 
Randal M. Allgood, Vice President

Dated this 24th day of February, 1995.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 FEB 27 PM 12:41

AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS

SECRET
DIVISION OF
95 FEB 27 PM 12:41
RECEIVED
STATE OF FLORIDA

The undersigned being the sole general partner of ARBOR GROVES HOUSING PARTNERS II, LTD., and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of ARBOR GROVES HOUSING PARTNERS II, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are reasonably anticipated at this time.

This Affidavit is executed and sworn to by:

General Partner:

CED CAPITAL HOLDINGS IV B, INC., a
Florida corporation

By: *Donna D. Pepper*
Donna D. Pepper, Vice President

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 27th day of February, 1995, by Donna D. Pepper, Vice President of CED Capital Holdings IV B, Inc., General Partner, and who is personally known to me.



OFFICIAL SEAL
TAMMY R. ROMERO
MY COMMISSION EXPIRES
OCTOBER 27, 1995
COMMISSION NO CC133246

Tammy R. Romero
Notary Public
My Commission Expires:
Print, type or stamp name of notary

FILE ON OR BEFORE DECEMBER 31, 1995 OR PARTNERSHIP
WILL BE SUBJECT TO REVOCATION AND \$500 PENALTY FEE

LIMITED PARTNERSHIP
ANNUAL REPORT
1996



FLORIDA DEPARTMENT OF STATE
Executive Mansion
Tallahassee, Florida
DIVISION OF CORPORATIONS

FILED

95 DEC 13 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE

1. Name of Limited Partnership

1a. DOCUMENT #
A95000000269

ARBOR GROVES HOUSING PARTNERS II, LTD.

Mailing Address

2200 LUCIEN WAY, SUITE 450
MAITLAND FL 32751

Principal Office Address

2200 LUCIEN WAY, SUITE 450
MAITLAND FL 32751

2. Filing Mailing Address, if Applicable

State, Apt. #, etc.

000000-16601670

-12/18/95--01017--017

City, State & Zip

****191.25 ****191.25

2a. New Principal Office Address, if Applicable

State, Apt. #, etc.

City, State & Zip

3. Date of Current or Registered to Do Business in
FLORIDA

02/27/1995

3a. Date of Last Report

4. State or Country of Formation

FL

5a. Capital Contributions as Shown
on Record

\$50.00

5b. Amount of Capital Contributions in
FLORIDA to date

6. Filing Number

59-3300259

Applied for

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

\$0.75 Additional Fee (required
for a Certificate of Status)

8. FEES: 1) Filing Fee. Computed at a rate of \$7 per \$1,000 in amount entered in 5b or 5a if 5b blank, with a minimum filing fee of \$52.50 and a maximum of \$437.50.
2) Supplemental Fee. \$138.75 (pursuant to section 607.193, F.S.)
THE AMOUNT DUE SHALL BE NO LESS THAN \$191.25 (\$52.50 + \$138.75) AND NO MORE THAN \$576.25 (\$437.50 + \$138.75).
If the amount entered in 5b is greater than amount entered in 5a, a supplemental affidavit must be submitted along with a separate and appropriate filing fee.
MAKE CHECK PAYABLE TO FLORIDA DEPT. OF STATE

9. Name and Address of Current Registered Agent

B&C CORPORATE SERVICES OF CENT. FLA., INC.
390 NORTH ORANGE AVE., SUITE 1100
ORLANDO FL 32801

10. If changed, new Registered Agent/Office

Name

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

State, Apt. #, etc.

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.102, Florida Statutes, the above-named limited partnership organized or registered under the laws of the State of Florida, submits this statement for the purpose of changing its registered office or registered agent or both, in the State of Florida. Such change was authorized by its general partner(s). I, hereby accept the appointment of registered agent. I am familiar with and accept the obligations of sections 620.102, Florida Statutes.

DATE

SIGNATURE (Registered Agent Accepting Appointment)

A GENERAL PARTNER THAT IS A CORPORATION, LIMITED PARTNERSHIP OR OTHER BUSINESS ENTITY

11. Name(s) of General Partner(s)

CED CAPITAL HOLDINGS IV B, I

11a. Address of Each General Partner
(Do NOT Use Post Office Box Numbers)

2200 LUCIEN WAY, SUIT

11b. City, State & Zip Code

MAITLAND FL 32751

11c. Registration/
Document Number

P94000051828

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

12. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(k), Florida Statutes. I release the Division of Corporations from any liability of non-compliance with Section 119.07(3)(k) 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.

By: CED Capital Holdings IV B, Inc., General Partner

SIGNATURE By:

Sharon A. Kipper
Vice President

DATE

OCT 18 1995

Telephone Number

(407) 660-1110

Typed or Printed Name of General Partner Signing Form

0000960

CR2E003 (6/95)