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TALLAHASSEE, FL 32301

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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

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SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 JUL 31 PM 3:13

ACCOUNT NO. : 072100000032
REFERENCE : 650972 7207A
AUTHORIZATION :
COST LIMIT : • PREPAID

ORDER DATE : July 31, 1995

ORDER TIME : 9:41 AM

ORDER NO. : 650972

CUSTOMER NO: 7207A

CUSTOMER: Conrad J. Boyle, Esq
NONBACH BOYLE & MARDIN, P.A.

Suite 1950
500 East Broward Boulevard
Fort Lauderdale, FL 333943078

800001552868
-08/03/95--01055--012
***1750.00 ***1750.00

G. IAA _____
FILING _____ 12.50
R. AGENT FEE _____ 35
C. COPY _____ 52.50
TOTAL _____ 87.50
N. BIRTH _____
BALANCE DUE _____

DOMESTIC FILING

NAME: RED GARDENS APARTMENTS, LTD.

File 2nd

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

800001552868
-08/03/95--01055--013
*****87.50 *****87.50

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS: BR

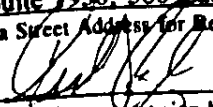
CERTIFICATE OF LIMITED PARTNERSHIP
OF
RED GARDENS APARTMENTS LTD.

1. RED GARDENS APARTMENTS, LTD., a Florida limited partnership
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd." or "Limited Partnership")

2. 1500 NW 49th Street, Suite 500, Fort Lauderdale, FL 33309
(The Business address of Limited Partnership)

3. Conrad J. Boyle, Esq.
(Name of Registered Agent for Service of Process)

4. Suite 1990, 500 East Broward Boulevard, Ft. Lauderdale, FL 33394
(Florida Street Address for Registered Agent)

5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process.)

6. 1500 NW 49th Street, Suite 500, Fort Lauderdale, FL 33309
(The Mailing Address of the Limited Partnership.)

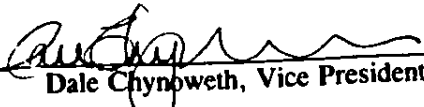
7. The latest date upon which the Limited Partnership is to be dissolved is fifty (50) years from the date of issuance of the Certificate of Limited Partnership.

8. NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
Red Gardens Apartments, Inc. a Florida corporation 195000058974	Suite 500 1500 NW 49th Street Fort Lauderdale, FL 33309

Signed this 24th day of July, 1995.

Signature of all general partners:

RED GARDENS APARTMENTS, INC.,
a Florida corporation

By 
Dale Chynoweth, Vice President
(Corporate Seal)

FILED
STATE
SECRETARY OF CORPORATIONS
DIVISION
JUL 21 1995

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of RED GARDENS APARTMENTS, LTD., a Florida limited partnership, certify as follows:

The amount of capital contributions to date of the limited partners is \$50,000.00.

The total amount contributed and anticipated to be contributed by the limited partners is \$1,600,000.00.

Dated this 24th day of July, 1995.

Under the penalties of perjury we declare that we have read the foregoing and that the facts alleged are true to the best of our knowledge and belief.

RED GARDENS APARTMENTS, INC.,
a Florida corporation

By: [Signature]
Dale Chynoweth, Vice President

SWORN TO and SUBSCRIBED before me this 24th day of July, 1995 by Dale Chynoweth as Vice President of Red Gardens Apartments, Inc., a Florida corporation.

[Signature]
Notary Public - State of Florida
My Commission No.:
My Commission Expires:

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
95 JUL 31 PM 3:13

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
Sandra Morhart
Secretary of State
DIVISION OF CORPORATIONS

FILED
ISS: DEC -7 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DO NOT WRITE IN THIS SPACE.

1. Name of Limited Partnership

1a. DOCUMENT #
A95000001157

RED GARDENS APARTMENTS, LTD.

2. New Mailing Address, If Applicable

Suite, Apt #, etc

City, State & Zip

2a. New Principal Office Address, If Applicable

Suite, Apt #, etc

600001658316
-12/11/95--01012--009
****191.25 ****191.25

Mailing Address

1900 N.W. 40TH STREET, SUITE 200
FORT LAUDERDALE FL 33304

Principal Office Address

1900 N.W. 40TH STREET, SUITE 200
FORT LAUDERDALE FL 33304

If above addresses are incorrect in any way, line through the incorrect information and enter correct address in Block 2 and/or 2a

3. Date Formed or Registered to Do Business in FLORIDA

07/31/1995

3a. Date of Last Report

4. State or Country of Formation

FL

City, State & Zip

5a. Capital Contributions as Shown on Record

\$1,000,000.00

5b. Amount of Capital Contributions in FLORIDA to date

\$7,500.00

6. FEI Number

Applied for

Applied For

Not Applicable

7. CERTIFICATE OF STATUS REQUIRED

8. FEES: 1.) Filing Fee: Compute at a rate of \$7 per \$1,000 on 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 \$578.25 (\$437.50 + \$138.75)
Note: 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

BOYLE, CONRAD J ESQ.
300 EAST BROWARD BLVD., SUITE 1850
FT. LAUDERDALE FL 33304

10. If changed, new Registered Agent/Office

Name

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

Suite, Apt #, etc

City

FL

Zip Code

10a. Pursuant to the provisions of sections 620.1051 and 620.192, 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 section 620.192, Florida Statutes.

SIGNATURE (Registered Agent Accepting Appointment)

DATE

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

11. Name(s) of General Partner(s)	11a. Address of Each General Partner (Do NOT Use Post Office Box Numbers)	11b. City, State & Zip Code	11c. Registration/Document Number
RED GARDENS APARTMENTS, INC.	1900 N.W. 40TH STREET	FORT LAUDERDALE FL 33	P08000060074
		AR. \$152.50 SF. \$138.75 12-8-95	

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.

SIGNATURE

[Signature]
RED GARDENS APARTMENTS L.P.
AS SEC. TREAS.

DATE

Nov 27/95

Typed or Printed Name of General Partner Signing

Telephone Number

CR2E003 (6/95)