

1201 HAYS STREET  
TALLAHASSEE, FL 32301

800-342-8086

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**networks**

PRESERVE HALL  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 857832 5016742

AUTHORIZATION *Patricia Pignato*

COST LIMIT : \$ 87.50

ORDER DATE : February 23, 1996

ORDER TIME : 1:06 PM

ORDER NO. : 857832

CUSTOMER NO: 5016742

CUSTOMER: Mr. David E. Miller  
TARRAGON REALTY ADVISORS, INC.

000001724200

280 Park Avenue - East Building  
20th Floor  
New York, NY 10017

DOMESTIC FILING

NAME: IS II ROLLING HILLS  
ASSOCIATES, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Victoria L. Perez

EXAMINER'S INITIALS:

SECRET  
DIVISION OF REVENUE  
96 FEB 26 PM 2:05

2/26/96  
B/K

## CERTIFICATE OF LIMITED PARTNERSHIP

1. IS II Rolling Hills Associates, Ltd.  
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 280 Park Avenue, East Building, 20th Floor, New York, New York 10017  
(Business address of Limited Partnership)
3. Prentice-Hall Corporation System, Inc.  
(Name of Registered Agent for Service of Process)
4. 1201 Hays Street, Tallahassee, Florida 32301  
(Florida street address for Registered Agent)
5. By: Marcia C. Warner, Assistant Secretary 2/22/96  
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 280 Park Avenue, East Building, 20th Floor, New York, New York 10017  
(Mailing Address of the Limited Partnership)
7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2040.
8. Name of General Partner: IS II Associates, Inc.

Street address:  
280 Park Avenue, East Building,  
20th Floor, New York, New York  
10017

*Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.*

*Signed this 22nd day of February, 1996.*

Signature of all general partners:

IS II ASSOCIATES, INC.

By: John A. Doyle  
John A. Doyle, President

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
FOR FLORIDA LIMITED PARTNERSHIP**

RECEIVED  
96 FEB 25 PM 2:05

*The undersigned constituting all of the general partners of IS II Rolling Hills Associates, Ltd., a Florida Limited Partnership, certify:*

The amount of capital contributions to date of the limited partners is \$990.00.

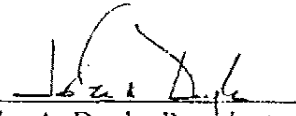
The total amount contributed and anticipated to be contributed by the limited partners at this time totals \$990.00.

Signed this 22nd day of February, 1996.

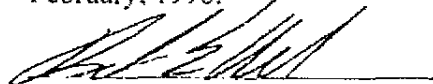
FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that facts stated herein are true and correct.*

IS II ASSOCIATES, INC.

By:   
John A. Doyle, President

SWORN to, subscribed and acknowledged before me  
by JOHN A. DOYLE, as President of IS II Associates,  
Inc., the General Partner of IS II Rolling Hills Associates, Ltd.,  
who is personally known to me on this 22nd day of  
February, 1996.



NOTARY PUBLIC

My Commission Expires:  
David E. Miller

DAVID E. MILLER  
Notary Public, State of New York  
No. 4999983  
Qualified in New York County  
Commission Expires Aug. 3, 19\_\_ *91*