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904 222-0311 FAX

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A96000000886



ACCOUNT NO. : 07E10000003E

REFERENCE : 948283 4381472

AUTHORIZATION : Patricia Pyzdek

COST LIMIT : \$ 140.00

ORDER DATE : May 9, 1996

ORDER TIME : 1:38 PM

ORDER NO. : 948283

80000119159418

CUSTOMER NO: 4381472

CUSTOMER: Ms. Laurie Bergstresser
BROAD AND CASSEL

390 N. Orange Avenue
Suite 1100
Orlando, FL 32801

DOMESTIC FILING

NAME: BREAKOUT COMMUNITY DEVELOPMENT
PARTNERS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jennifer Moran

EXAMINER'S INITIALS:

5/9/96
JK

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -9 PM 3:54

CERTIFICATE OF LIMITED PARTNERSHIP

OF

BREAKOUT COMMUNITY DEVELOPMENT PARTNERS, LTD.

RECEIVED
COMMUNITY DEVELOPMENT
MAY - 9 11 3 53 AM

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the general partners of BREAKOUT COMMUNITY DEVELOPMENT PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be BREAKOUT COMMUNITY DEVELOPMENT PARTNERS, LTD.

2. The initial 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 of Central Florida, Inc., 390 N. Orange Avenue, Suite 1100, Orlando, Florida 32801.

3. The name and business address of the initial general partners are:

NUROCK HOUSING FOUNDATION I, INC., a
Georgia nonprofit corporation
5920 Roswell Road
Suite B107-184
Atlanta, Georgia 30328

F95 00000 3634

ASSOCIATED HOUSING DEVELOPMENT PARTNERS V, LTD.,
a Florida limited partnership
2200 Lucien Way, Suite 450
Maitland, Florida 32751

A94 00000 1486

4. The initial 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, 2046.

This Certificate has been executed by the undersigned this 8th day of May, 1996.

GENERAL PARTNERS:

NUROCK HOUSING FOUNDATION I,
INC., a Georgia nonprofit
corporation

By: [Signature]
Robert G. Hoskins, President

[SIGNATURES CONTINUED ON THE FOLLOWING PAGE]

ASSOCIATED HOUSING DEVELOPMENT
PARTNERS V, LTD., a Florida
limited partnership

By: Family Affordable
Partners, Inc., a Florida
corporation, general
partner

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

ACKNOWLEDGEMENT OF REGISTERED AGENT

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

B&C CORPORATE SERVICES OF
CENTRAL FLORIDA, INC., a
Florida corporation

By: Randal M. Alligood
Randal M. Alligood, Vice
President

Dated this 8 day of May, 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -9 PM 3: 54

AFFIDAVIT
OF
CAPITAL CONTRIBUTIONS

RECORDED & INDEXED
25 MAY - 9 PM 3:54
STATE OF FLORIDA
NOTARIES

The undersigned being the general partners of BREAKOUT COMMUNITY DEVELOPMENT PARTNERS, LTD., and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of BREAKOUT COMMUNITY DEVELOPMENT PARTNERS, LTD. with the Florida Department of State, as required by Section 620.108, Florida Statutes:

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

This Affidavit is executed and sworn to by:

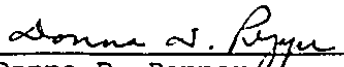
GENERAL PARTNERS:

NUROCK HOUSING FOUNDATION I,
INC., a Georgia nonprofit
corporation

By: 
Robert G. Hoskins, President

ASSOCIATED HOUSING DEVELOPMENT
PARTNERS V, LTD., a Florida
limited partnership

By: Family Affordable
Partners, Inc., a Florida
corporation, general
partner

By: 
Donna D. Pepper
Vice President

[NOTARIES CONTINUED ON THE FOLLOWING PAGE]

STATE OF GEORGIA
COUNTY OF Fulton

RECEIVED
NOTARY PUBLIC
DIVISION 9
MAY 10 1996

The foregoing instrument was acknowledged before me this 7th day of May, 1996, by Robert G. Hoskins, President of NUROCK HOUSING FOUNDATION I, INC., a Georgia nonprofit corporation, as General Partner, who is personally known to me.

Linda Jo Smith
Notary Public
My Commission Expires May 10, 1999
Print, type or stamp name of notary
LINDA JO SMITH

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 8 day of April, 1996, by Donna D. Pepper, Vice President of Family Affordable Partners, Inc., a Florida corporation, as General Partner of Associated Housing Development Partners V, Ltd., who is personally known to me.

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



TAMMY R. ROMERO
My Comm Exp. 10/27/99
Bonded By Service Ins
No. CC485631
Notary Public