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PRENTICE HALL
LEGAL & FINANCIAL SERVICES

A96000001832

ACCOUNT NO. : 072100000032

REFERENCE : 107870 4381472

AUTHORIZATION : *Patricia Pignatelli*

COST LIMIT : \$ 96.25

FILED STATE
SECRETARY OF CORPORATIONS
96 OCT -3 AM 11:54
DIVISION OF CORPORATION

ORDER DATE : October 3, 1996

ORDER TIME : 9:38 AM

ORDER NO. : 107870

CUSTOMER NO: 4381472

500001963945

CUSTOMER: Janice Myers, Legal Assistant
BROAD AND CASSEL

390 N. Orange Avenue
Suite 1100
Orlando, FL 32801

DOMESTIC FILING

NAME: CED PITTSFIELD HOUSING
PARTNERS II, 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: Karen B. Rozar

EXAMINER'S INITIALS: *BK*

RECEIVED
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DIVISION OF CORPORATION

10/3/96
BK

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
CED PITTSFIELD HOUSING PARTNERS II, LTD.**

FILED STATE
DIVISION OF CORPORATIONS
96 OCT -3 AM 11:56

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole General Partner of CED PITTSFIELD HOUSING PARTNERS II, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

1. The name of the Partnership shall be CED PITTSFIELD HOUSING PARTNERS II, LTD.

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

3. The name and the initial business address of the General Partner is:

CED CAPITAL HOLDINGS VI, LTD., a Florida limited
partnership
2200 Lucien Way, Suite 450
Maitland, Florida 32751

A94000001674

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.

6. This Certificate has been executed by the undersigned effective as of the 30th day of September, 1996.

GENERAL PARTNER:

CED CAPITAL HOLDINGS VI, LTD., a
Florida limited partnership

By: CED Construction, Inc., a
Florida corporation, its
managing general partner

By: Michael J. Sciarrino
Name: Michael J. Sciarrino
Title: Vice President

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for **CHD PITTSFIELD 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 it is familiar with its statutory obligations as such.

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

By: 

**Randal M. Alligood
Vice President**

Dated as of the 30th day of September, 1996.

FILED STATE'S
SECRETARY OF CORPORATIONS
96091-3 M11:54

AFFIDAVIT

OF

CAPITAL CONTRIBUTIONS

The undersigned being the sole General Partner of **CED PITTSFIELD 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 **CED PITTSFIELD 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 anticipated at this time.

This Affidavit is dated as of September 30, 1996 and is executed and sworn to by:

CED CAPITAL HOLDINGS VI, LTD., a
Florida limited partnership

By: **CED Construction, Inc.**, a
Florida corporation, its
managing general partner

By: Michael J. Sciarrino
Name: Michael J. Sciarrino
Title: Vice President

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 30th day of September, 1996, by Michael J. Sciarrino, as Vice President, of **CED Construction, Inc.**, a Florida corporation, as managing general partner of **CED Capital Holdings VI, Ltd.**, a Florida limited partnership, as general partner of **CED Pittsfield Housing Partners II, Ltd.** He/She is personally known to me or has produced as identification and who did/did not take an oath.

Richard P. Grammig
(Signature of Notary Public)

Richard P. Grammig
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No. CC478415
My commission expires: 7/6/99



SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 OCT -3 AM 11:54