

1201 HAYS STREET
TALLAHASSEE, FL 32301-2607

800-342-8086

904-222-9171

904-222-9171



PRENDER HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 147223 7207A

AUTHORIZATION :

800002003138--3

-11/13/96--01131--011

COST LIMIT : \$ PPD

***1837.50 ***1802.50

ORDER DATE : November 7, 1996

ORDER TIME : 10:03 AM

ORDER NO. : 147223-010

CUSTOMER NO: 7207A

CUSTOMER: Conrad J. Boyle, Esq
MOMBACH BOYLE & HARDIN, P.A.

Suite 1950
500 East Broward Boulevard
Fort Lauderdale, FL 333943078

G. TAX
FILING 17.50
R. AGENT FEE 35.00
C. COPY 52.50
TOTAL 105.00
N. BANK
BALANCE DUE
REFUND

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -7 PM 3:16

DOMESTIC FILING

NAME: DELRAY BEACH APARTMENTS, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cindy Helentjaris

EXAMINER'S INITIALS:

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96 NOV -7 PM 10:46
DIVISION OF CORPORATIONS

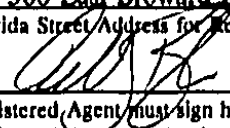
11/7/96

37

Juli
2nd

CERTIFICATE OF LIMITED PARTNERSHIP
OF
DELRAY BEACH APARTMENTS, LTD.

FILED
SECRETARY OF CORPORATIONS
DIVISION
96 NOV - 7 PM 3:16

1. DELRAY BEACH 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, Ft. Lauderdale, FL 33309
(The Business address of Limited Partnership)
3. Conrad J. Boyle
(Name of Registered Agent for Service of Process)
4. 500 East Broward Boulevard, Suite 1950, 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, Ft. Lauderdale, FL 33309
(The Mailing Address of the Limited Partnership.)
7. The latest date upon which the Limited Partnership is to be dissolved is December 31,
2036.
8.

NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
Keenan Delray, L.C. <u>296666661170</u> a Florida limited liability company	1500 NW 49th Street Suite 500 Ft. Lauderdale, FL 33309

Signed this 6th day of November, 1996.

Signature of all general partners:

Keenan Delray, L.C.
a Florida limited liability company

By 
Dale Chynoweth, Operating Manager

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, Dale Chynoweth, as Operating Manager of Keenan Delray, L.C., a Florida limited liability company, the sole general partner of Delray Beach Apartments, Ltd., a Florida limited partnership, certifies as follows:

The amount of capital contributions to date of the limited partners is \$1,000.00.

The total amount of capital contributions to date plus the amount anticipated to be contributed by the limited partners is \$1,800,000.00.

Dated this 6th day of November, 1996.

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.

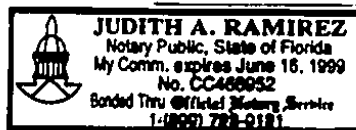
KEENAN DELRAY, L.C.,
a Florida limited liability company

By: *Dale Chynoweth*
Dale Chynoweth, Operating Manager

SWORN TO and SUBSCRIBED before me this 6th day of November, 1996 by Dale Chynoweth, as Operating Manager of Keenan Delray, L.C., a Florida limited liability company, who is personally known to me or who has provided a _____ driver's license as identification.

Judith A. Ramirez
Notary Public - State of Florida
My Commission No.:
My Commission Expires:

C:\WP61\KEENAN\DELRAY.BCH\CAPCONTR.LP
November 6, 1996



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV -7 PM 16

11/13/96 4: 05446 221 MOMBACH BOYLE HARDIN PAGE 01
A96000002061

11/13/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

2:18 PM

((H96000016035 3)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: MOMBACH, BOYLE & HARDIN, P.A.
CONTACT: DEAN A BROOKS
PHONE: (305)467-2200

ACCT#: 074143000064

FAX #: (305)467-2210

NAME: DELRAY BEACH APARTMENTS, LTD.
AUDIT NUMBER.....H96000016035

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$52.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
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A96-2061

Name	OK 11-14
Availability	
Document	OK
Examiner	
Update	OK
Update	OK
Verifier	
Acknowledgment	OK
W. P. Verifier	OK

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95 NOV 13 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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95 NOV 13 PM 3:16
FLORIDA DIVISION OF CORPORATIONS

11/13/1996 16:54 9544672210
04-022-3/08

11/13/96 10:04 Fl. Dept. of State p1 /1

MOBACH BOYLE HARDIN

PAGE 02



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 13, 1996

DELRAY BEACH APARTMENTS, LTD.
1500 N.W. 49TH STREET, SUITE 300
FT. LAUDERDALE, FL 33309

SUBJECT: DELRAY BEACH APARTMENTS, LTD.
REF: A96000002061

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The document must state that it was duly executed and is being filed in accordance with section 620.109, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6020.

Tammi Cline
Document Specialist

FAX Aud. #: 896000016035
Letter Number: 896A00051852

FILED
95 NOV 13 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11/13/1996 16:54

9544672210

MOMBACH BOYLE HARDIN

PAGE 01

11/13/96

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

2:18 PM

((H96000016035 3))

TO: DIVISION OF CORPORATIONS

FAX #: (904) 922-4000

FROM: MOMBACH, BOYLE & HARDIN, P.A.

ACCT#: 074143000064

CONTACT: DEAN A BROOKS

PHONE: (305) 467-2200

FAX #: (305) 467-2210

NAME: DELRAY BEACH APARTMENTS, LTD.

AUDIT NUMBER.....H96000016035

DOC TYPE.....LIMITED PARTNERSHIP AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$52.50

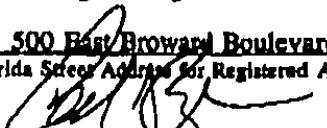
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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

RECEIVED
95 NOV 14 AM 7:42
NOV 14 1996

FILED
96 NOV 13 PM 4:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H96000016035

**AMENDED AND RESTATED CERTIFICATE OF LIMITED PARTNERSHIP
OF
DELRAY BEACH APARTMENTS, LTD.**

1. DELRAY BEACH 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, Ft. Lauderdale, FL 33309
(The Business address of Limited Partnership)
3. Conrad J. Boyle
(Name of Registered Agent for Service of Process)
4. 500 East Broward Boulevard, Suite 1950, 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, Ft. Lauderdale, FL 33309
(The Mailing Address of the Limited Partnership.)
7. The latest date upon which the Limited Partnership is to be dissolved is December 31, 2036.
8.

NAME OF GENERAL PARTNER(S)	SPECIFIC ADDRESS
Keenan Delray, L.C., L 96000001170 a Florida limited liability company	1500 NW 49th Street, Suite 500 Ft. Lauderdale, FL 33309
and	
Keiser Delray, Inc., 960000092325 a Florida corporation	1500 NW 49th Street, Suite 100 Ft. Lauderdale, FL 33309
9. The date of filing of the original Certificate of Limited Partnership was November 7, 1996.
10. This Amended and Restated Certificate of Limited Partnership has been duly executed and is being filed in accordance with Section 620.109 Florida Statutes.

Signed this 13th day of November, 1996.

Prepared by: Conrad J. Boyle, Esq.
Mombach, Boyle & Hardin, P.A.
500 East Broward Boulevard
Suite 1950
Ft. Lauderdale, FL 33394
(954) 467-2200
Florida Bar No.: 309711

Signature of managing general partner:
Keenan Delray, L.C.
a Florida limited liability company

By 
Dale Chynoweth, Operating Manager

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, Dale Chynoweth, as Operating Manager of Keenan Delray, L.C., a Florida limited liability company, the sole general partner of Delray Beach Apartments, Ltd., a Florida limited partnership, certifies as follows:

The amount of capital contributions to date of the limited partners is \$1,000.00.

The total amount of capital contributions to date plus the amount anticipated to be contributed by the limited partners is \$1,800,000.00.

Dated this 13th day of November, 1996.

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.

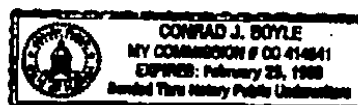
KEENAN DELRAY, L.C.,
a Florida limited liability company

By: *Dale Chynoweth*
Dale Chynoweth, Operating Manager

SWORN TO and SUBSCRIBED before me this 13th day of November, 1996 by Dale Chynoweth, as Operating Manager of Keenan Delray, L.C., a Florida limited liability company, who is personally known to me or who has provided a _____ driver's license as identification.

Conrad J. Boyle
Notary Public - State of Florida
My Commission No.:
My Commission Expires:

C:\WP61\KEENAN\DELRAY.BCHCAPCONTR.LP
November 13, 1996



FILED
95 NOV 13 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



THE UNITED STATES
CORPORATION
COMPANY

A96000002061

ACCOUNT NO. : 072100000032

REFERENCE : 233248 7207A

AUTHORIZATION : *Patricia Pizots*

COST LIMIT : \$ 105.00

ORDER DATE : January 23, 1997

ORDER TIME : 8:52 AM

ORDER NO. : 233248-005

200002065892--6

CUSTOMER NO: 7207A

CUSTOMER: Conrad J. Boyle, Esq
Mombach Boyle & Hardin, P.a.
Suite 1950
500 East Broward Boulevard
Fort Lauderdale, FL 333943078

DOMESTIC AMENDMENT FILING

NAME: DELRAY BEACH APARTMENTS, LTD.

EFFECTIVE DATE:

XXX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
97 JAN 23 PM 12:34

RECEIVED
97 JAN 23 AM 10:46
DIVISION OF CORPORATION

Byk
1/23/97

CERTIFICATE OF AMENDMENT TO AMENDED AND RESTATED
CERTIFICATE OF LIMITED PARTNERSHIP
OF
DELRAY BEACH APARTMENTS, LTD.

FILED
SECRETARY OF CORPORATIONS
97 JAN 23 PM 12:34

1. The name of the limited partnership is: Delray Beach Apartments, Ltd.
2. The date of filing of the original Certificate of Limited Partnership was November 7, 1996.
3. The date of filing of the Amended and Restated Certificate of Limited Partnership was November 13, 1996.
4. The Amended and Restated Certificate of Limited Partnership is hereby amended as follows: The name of the limited partnership is hereby changed from Delray Beach Apartments, Ltd. to Water's Edge Apartments, Ltd.
5. This Certificate of Amendment to Amended and Restated Certificate of Limited Partnership has been duly approved by all the General Partners of the partnership and is being filed in accordance with Section 620.109 Florida Statutes.

Signed this 10th day of December, 1996.

Signature of managing general partner:

Keenan Delray, L.C.
a Florida limited liability company

By: 
Dale Chynoweth, Operating Manager

Prepared by: Conrad J. Boyle, Esq.
Mombach, Boyle & Hardin, P.A.
500 East Broward Boulevard
Suite 1950
Ft. Lauderdale, FL 33394
(954) 467-2200
Florida Bar No.: 309711