

Toll Brothers, Inc.
Quality Homes by Design®

New York Stock Exchange • Symbol TOL
Corporate Office: 3103 Philmont Avenue, Huntingdon Valley, PA 19006
(215) 938-8000

CERTIFICATE OF LIMITED PARTNERSHIP

OF

DELRAY LIMITED PARTNERSHIP

1. Delray Limited Partnership
(Name of Limited Partnership; must contain a suffix such as "Limited",
"Ltd.", or "Limited Partnership")

2. 3103 Philmont Avenue, Huntingdon Valley, PA 19006
(The Business Address of Limited Partnership)

3. William N. Schmidt, a Florida resident
(Name of Registered Agent for Service of Process)

4. 190 Old Country Road, West Palm Beach, FL 33414
(Florida Street Address for Registered Agent)

5. Acceptance by the Registered Agent for Service of Process.

William N. Schmidt

William N. Schmidt
Type Name

6. 3103 Philmont Avenue, Huntingdon Valley, PA 19006
(The Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is October 31, 2017.

(Cont'd)

8. NAME OF GENERAL PARTNER(S)

SPECIFIC ADDRESS

Toll FL GP Corp. P94000082800 3103 Philmont Ave., Huntingdon Valley, PA
No Others 19006

Signed this 9th day of October 1997
Signature of all general partners:

TOLL FL GP CORP.
By: [Signature]
Kenneth I. Gary, Vice President

General Partner

Attest: R N Dale
General Partner
Robert N. Dale, Assistant Secretary

General Partner

General Partner

FILED
97 OCT -9 PM 2:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned constituting all of the general partners of
Delray Limited Partnership, a Florida Limited Partnership, certify as fol-
lows:

The amount of capital contributions to date of the limited partners is \$ 0.

The total amount contributed and anticipated to be contributed by the limited partners
at this time totals \$ 9,500.00.

This 7th day of October, 19 97.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and that the
facts alleged are true, to the best of my knowledge and belief.

FILED
97 OCT -9 PM 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TOLL FL GP CORP.

General Partner

By:

General Partner

Kenneth J. Gary, Vice President

Attest:

General Partner

Robert N. Dale, Assistant Secretary

General Partner

General Partner

General Partner