1000002878

ACCOUNT NO.: 072100000032

REFERENCE :

650867 11439A

AUTHORIZATION :

COST LIMIT : \$ 166.25

ORDER DATE: December 29, 1997

ORDER TIME : 11:53 AM

ORDER NO. : 650867-015

CUSTOMER NO: 11439A

CUSTOMER: Mitchell Sherman, Esq MITCHELL A. SHERMAN, P.A.

Suite 1200

301 Yamato Road

Boca Raton, FL 33431

DOMESTIC FILING

COLONIAL GARDENS APARTMENTS,

ARTICLES OF INCORPORATION

XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

Certificate of Limited Partnership of Colonial Gardens Apartments, Ltd., a Florida limited partnership

The undersigned General Partner, desiring to form a limited partnership pursuant to the Florida Revised Uniform Limited Partnership Act, hereby states:

- 1. The name of the Partnership is Colonial Gardens Apartments, Ltd.
- 2. The address of the office of the Partnership is 390 N. E. 125th Street, North Miami, Florida 33161.
- 3. The name and address of the agent for service of process on the Partnership are, George Pelekanos, 390 N.E. 125th Street, North Miami, Florida 33161.
- 4. The name and address of the sole general partner are Topaz Development Group, Inc., 390 N.E. 125th Street, North Miami, Florida 33161.
- 5. The mailing address of the Partnership is 390 N.E. 125th Street, North Miami, Florida 33161.
- 6. The latest date upon which the Partnership shall dissolve is December 31, 2027.

The execution of this certificate by the undersigned General Partner constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

IN WITNESS WHEREOF, this Certificate of Limited Partnership has been executed on behalf of the sole General Partner of Colonial Gardens Apartments, Ltd. this ______ day of September, 1997.

GENERAL PARTNER

By: George Pelekanos, President of Topaz Development Group, Inc.

General Partner

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as statutory registered agent for Colonial Gardens Apartments, Ltd., a Florida limited partnership (the "Partnership"), I hereby agree to act in that capacity, and on behalf of the Partnership, to accept service of process for the Partnership and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT:

George Pelekanos

9710\colonial.clp

SECRETARY OF STATE ON OF CORPORATIONS

Affidavit of Capital Contribution

State of Florida

County of Dade

BEFORE ME, the undersigned authority, personally appeared George Pelekanos, President of Topaz Development Group, Inc., a Florida corporation, the sole general partner of Colonial Gardens Apartments, Ltd. (The "Partnership"), who, upon being duly sworn, certified as follows:

- 1. The amount of capital contributions to the Partnership made by the limited partners is, in the aggregate, Ten Thousand and no/100 (\$10,000.00) Dollars.
- 2. At this time, it is not anticipated that additional capital contributions will be made by the limited partners.

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

George Pelekanos

OT INTO 29 PM 3: 3:

State of Florida

County of Dade

Sworn to and subscribed before me this 5 day of September, 1997 by George Pelekanos.

Notary Public-State of Florida

Personally Known or [] Produced Identification

Type of Identification Produced:



