



THE UNITED STATES CORPORATION COMPANY

A98000000543

ACCOUNT NO. : 072100000032
REFERENCE : 721846 81350A
AUTHORIZATION :
COST LIMIT : \$ PREPAID

ORDER DATE : February 26, 1998
ORDER TIME : 3:12 PM
ORDER NO. : 721846-005
CUSTOMER NO: 81350A

9918A 00011065

400002442024--8
-02/27/98--01001--006
\*\*\*1837.50 \*\*\*1837.50

CUSTOMER: Howard L. Dale, Esq.
DALE BALD SHOWALTER &
MERCIER, P.A.
Suite 1100
200 West Forsyth Street
Jacksonville, FL 32202

DOMESTIC FILING

NAME: AMERICAN FAMILY HOUSING II, LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

(5)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

Handwritten signature/initials

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 PM 4:19

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 25 PM 4:14

CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
AMERICAN FAMILY HOUSING II, LTD.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 PM 4:19

The general partner of AMERICAN FAMILY HOUSING II, LTD., certifies as follows:

1. The name of the limited partnership is AMERICAN FAMILY HOUSING II, LTD.
2. The address of the office of the limited partnership in this state is 218 Beach Boulevard, Suite 9, Jacksonville Beach, Florida 32250.
3. The name and address of the registered agent for service of process on the limited partnership are Howard L. Dale, 200 West Forsyth Street, Suite 1100, Jacksonville, Florida 32202-4308.
4. The name and business address of the sole general partner are Affiliated American, Inc., 218 Beach Boulevard, Suite 9, Jacksonville Beach, Florida 32250. *PA6000090078*
5. The mailing address for the limited partnership is: American Family Housing II, Ltd., c/o John W. Shea, 218 Beach Boulevard, Suite 9, Jacksonville Beach, Florida 32250.
6. The latest date upon which the limited partnership is to dissolve is December 31, 2022.
7. This Certificate shall be effective upon its filing with the Florida Department of State. An affidavit declaring the amount of the capital contributions of the limited partners and the amount anticipated to be contributed by the limited partners accompanies this Certificate and is attached hereto.
8. This Certificate of Limited Partnership has been duly executed and is being filed in accordance with Section 620.108, Florida Statutes.

GENERAL PARTNER:

AFFILIATED AMERICAN, INC.,  
a Florida corporation

By: *John W. Shea*  
John W. Shea, President

[Corporate Seal]

AFFIDAVIT DECLARING CAPITAL CONTRIBUTIONS  
(§620.108, Florida Statutes)

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 26 PM 4: 19

STATE OF FLORIDA  
COUNTY OF DUVAL

The undersigned, John W. Shea, having been duly sworn, hereby deposes and says that:

1. He is the President of Affiliated American, Inc., a Florida corporation, the sole general partner of AMERICAN FAMILY HOUSING II, LTD., and makes this affidavit on behalf of the partnership.

2. The amount of the initial and anticipated capital contributions of the limited partners on the date of this affidavit is hereby declared to be: \$485,000.

FURTHER THE AFFIANT SAYETH NOT.

AFFILIATED AMERICAN, INC.  
a Florida corporation

By: John W. Shea  
John W. Shea, President

[Corporate Seal]

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 24<sup>TH</sup> day of February, 1998, by John W. Shea, as President of Affiliated American, Inc., a Florida corporation, the sole general partner of American Family Housing II, Ltd., a Florida limited partnership, on behalf of the partnership, who (check one)  is personally known to me or  has produced \_\_\_\_\_ (as identification).



Stephanie Stubbs  
Print Name: Stephanie Stubbs  
Notary Public, State of Florida  
at Large  
My commission expires: 12/16/2000  
[Notarial Seal]

CERTIFICATE DESIGNATING  
REGISTERED AGENT AND REGISTERED OFFICE

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 22 PM 4:19

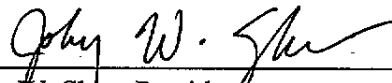
IN COMPLIANCE WITH SECTIONS 48.091, 607.0501 AND 607.0505, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST--THAT AMERICAN FAMILY HOUSING II, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT 218 BEACH BOULEVARD, SUITE 9, CITY OF JACKSONVILLE BEACH, STATE OF FLORIDA 32250, HAS DESIGNATED THE FOLLOWING REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA AT THE REGISTERED OFFICE SHOWN BELOW:

1. REGISTERED AGENT: Howard L. Dale
2. REGISTERED OFFICE: 200 West Forsyth Street, Suite 1100  
Jacksonville, Florida 32202-4308

AMERICAN FAMILY HOUSING II, LTD.

By: Affiliated American, Inc., its General  
Partner

By:   
John W. Shea, President

Dated: February 17, 1998

HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE REGISTERED OFFICE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

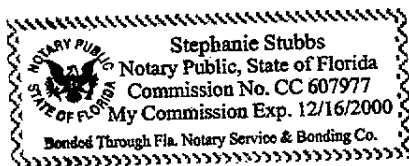
  
Howard L. Dale

Dated: February 17, 1998

STATE OF FLORIDA  
COUNTY OF DUVAL

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 25 11:19

The foregoing instrument was acknowledged before me this 24<sup>TH</sup> day of February, 1998, by John W. Shea, as the President of Affiliated American, Inc., a Florida corporation, the sole general partner of American Family Housing II, Ltd., a Florida limited partnership, on behalf of the partnership, who (check one)  is personally known to me or \_\_\_ has produced \_\_\_\_\_ (as identification).



Stephanie Stubbs  
Print Name: Stephanie Stubbs  
Notary Public  
State of Florida at Large  
My commission expires: 12/16/2000  
Commission No. CC 607977

The undersigned accepts appointment as the registered agent for service of process of the limited partnership shown above.

Howard L. Dale  
HOWARD L. DALE

Date: February 24, 1998

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of February, 1998, by Howard L. Dale, as registered agent for service of process of American Family Housing II, Ltd., a Florida limited partnership, who (check one)  is personally known to me or \_\_\_ has produced \_\_\_\_\_ (as identification).



**DAPHNE L. PADGETT**  
My Commission **CC366243**  
Expires **Apr. 16, 1998**  
Bonded by HAI  
800-422-1555

Daphne L. Padgett  
Print Name: Daphne L. Padgett  
Notary Public  
State of Florida at Large  
My commission expires:  
Commission No.