



THE UNITED STATES
CORPORATION
COMPANY

A98000000972

ACCOUNT NO. : 072100000032

REFERENCE : 787088 4338458

AUTHORIZATION :

COST LIMIT : \$ 140.00

Reticia P. [unclear]

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 APR 21 AM 10:51

ORDER DATE : April 20, 1998

ORDER TIME : 12:47 PM

ORDER NO. : 787088-055

CUSTOMER NO: 4338458

CUSTOMER: Mr. Bill Budd
OCWEN FINANCIAL CORPORATION

The Forum - Suite 531
1675 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

RECEIVED
98 APR 21 AM 9:09
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: NHP AFFORDABLE HOUSING
PARTNERS AZ2 LIMITED
PARTNERSHIP

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

600002494596--0

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

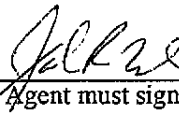
CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS: _____

B/K
4/21/98

CERTIFICATE OF LIMITED PARTNERSHIP

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DIVISION OF CORPORATIONS
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1. NHP AFFORDABLE HOUSING PARTNERS AZ2 LIMITED PARTNERSHIP
(Name of Limited Partnership; must contain a suffix such as "Limited", "Ltd.", or "Limited Partnership")
2. 1675 Palm Beach Lakes Boulevard, Suite 1002
West Palm Beach, Florida 33401
(Business address of Limited Partnership)
3. John R. Erbey
(Name of Registered Agent for Service of Process)
4. 1675 Palm Beach Lakes Blvd., Suite 1002
West Palm Beach, Florida 33401
(Florida street address for Registered Agent)
5. 
(Registered Agent must sign here to accept designation as Registered Agent for Service of Process)
6. 1675 Palm Beach Lakes Blvd., Suite 1002
West Palm Beach, FL 33401
(Mailing Address of the Limited Partnership)

7. The latest date upon which the Limited Partnership is to be dissolved is: 12/31/2050

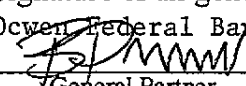
8. Name(s) of general partner(s): Ocwen Federal Bank FSB Street address: 1675 Palm Beach Lakes Blvd., Suite 1002
West Palm Beach, FL 33401

Under penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 16th day of April, 19 98.

Signature of all general partners:

Ocwen Federal Bank FSB


General Partner

Robert C. Davidson, Vice President

General Partner

General Partner

General Partner

General Partner

General Partner

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS
FOR FLORIDA LIMITED PARTNERSHIP**

The undersigned constituting all of the general partners of _____
NHP AFFORDABLE HOUSING PARTNERS AZ2 LIMITED PARTNERSHIP

a Florida Limited Partnership, certify:

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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 \$ 1,980.00

Signed this 16th day of April, 19 98

FURTHER AFFIANT SAYETH NOT.

*Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the
contents thereof and that the facts stated herein are true and correct.*

Ocwen Federal Bank FSB



General Partner

By: Robert C. Davidson
Vice President

General Partner

General Partner

General Partner

General Partner

General Partner