

SENT BY: RUDEN MCCLOSKY

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NAME: SUNCOAST MANUFACTURED HOUSING LTD.

AUDIT NUMBER.....H98000008024

DOC TYPE.....FLORIDA LIMITED PARTNERSHIP

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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
SUNCOAST MANUFACTURED HOUSING LTD.**

The undersigned, desiring to form a limited partnership pursuant to the laws of the State of Florida, does hereby execute and file with the Secretary of State of Florida this Certificate of Limited Partnership, as follows:

1. The name of the limited partnership ("Partnership") is Suncoast Manufactured Housing Ltd.

2. The address of the office in Florida at which will be kept the records of the Partnership required to be maintained by Section 620.105 of the Florida Revised Uniform Limited Partnership Act (the "Act") is 7027 West Broward Boulevard, Plantation, Florida 33317.

3. The name and address of the agent for service of process required to be maintained by Section 620.105(2) of the Act is John Horn, 7027 West Broward Boulevard, Plantation, Florida 33317.

4. The name and business address of each General Partner of the Partnership is as follows:

GENERAL PARTNER

Suncoast Manufactured Housing Corp.

BUSINESS ADDRESS

7027 West Broward Boulevard
Plantation, Florida 33317

5. A mailing address for the Partnership is c/o Suncoast Manufactured Housing Corp., 7027 West Broward Boulevard, Plantation, Florida 33317.

Prepared by: Thomas O. Katz, Esq., FL Bar #355836
Ruden McClosky, Et al., P. O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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6. The latest date upon which the Partnership is to dissolve is December 31, 2028, unless terminated sooner in accordance with the provisions of the Limited Partnership Agreement.

7. All of the Partnership's acts and decisions shall be authorized by the written consent of the General Partner.

IN WITNESS WHEREOF, the undersigned, being the general partner of the Partnership, have duly executed this Certificate of Limited Partnership of Suncoast Manufactured Housing Ltd., this 28th day of APRIL, 1998, for filing in accordance with Section 620.108 of the Florida Revised Uniform Limited Partnership Act.

This Certificate of Limited Partnership shall be effective upon filing.

GENERAL PARTNER :

SUNCOAST MANUFACTURED HOUSING CORP.

By: John Horn
John Horn, President

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Prepared by: Thomas O. Katz, Esq., FL Bar #355836
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**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

THE UNDERSIGNED, named as the agent for service of process in paragraph three of the Certificate of Limited Partnership of Suncoast Manufactured Housing Ltd., hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Revised Uniform Limited Partnership Act.

DATED this 26th day of APRIL, 1998.



John Horn, Registered Agent

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**AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
SUNCOAST MANUFACTURED HOUSING LTD.**

The undersigned, constituting the General Partner of Suncoast Manufactured Housing Ltd.,
(the "Partnership"), a Florida limited partnership, certifies as follows:

Upon the formation of the Partnership, the limited partners' contributions of cash and
property to the Partnership have a value of \$1,000.00. No additional capital contribution is
anticipated to be made by the limited partners.

It is the intention of the Partnership that this Affidavit be filed with the Secretary of State of
the State of Florida, along with the Certificate of Limited Partnership.

FURTHER AFFIANT SAYETH NOT.

Under the 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.

GENERAL PARTNER:

SUNCOAST MANUFACTURED HOUSING CORP.

By: 
John Horn, President

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Prepared by: Thomas O. Katz, Esq., FL Bar #355236
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