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FROM: RUDEN, MCCLOSKEY, SMITH, SCHUSTER & RUSSELL,
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NAME: G.L. HOMES OF BOYNTON BEACH ASSOCIATES V, LT
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**CERTIFICATE OF LIMITED PARTNERSHIP
OF
G.L. HOMES OF BOYNTON BEACH ASSOCIATES V, 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 G.L. Homes of Boynton Beach Associates V, 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 (1986) (the "Act") is 1401 University Drive, Suite 200, Coral Springs, Florida 33071.

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 G.L. Homes of Boynton Beach V Corporation, 1401 University Drive, Suite 200, Coral Springs, Florida 33071.

4. The name of the General Partner of the Partnership is G.L. Homes of Boynton Beach V Corporation, and the business address of the Partnership is 1401 University Drive, Suite 200, Coral Springs, Florida 33071. *PA8-8708*

5. A mailing address for the Partnership is 1401 University Drive, Suite 200, Coral Springs, Florida 33071.

6. The latest date upon which the Partnership is to dissolve is December 31, 2010.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal to this Certificate this 20th day of August, 1998.

GENERAL PARTNER:

G.L. HOMES OF BOYNTON BEACH V
CORPORATION

By: 
Richard M. Norwalk, Vice President

Prepared by: Mark F. Grant, Esq., FL Bar #218881
Ruden, McClosky, et al., P.O. Box 1900
Fort Lauderdale, Florida 33301
(954) 764-6660

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ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT

THE UNDERSIGNED, named as the agent for service of process in paragraph 3 of the Certificate of Limited Partnership of G.L. Homes of Boynton Beach Associates V, Ltd., hereby accepts the appointment as such registered agent, and acknowledges that it is familiar with and accepts the obligations imposed upon registered agents under the Florida Revised Uniform Limited Partnership Act (1986).

G.L. HOMES OF BOYNTON BEACH V
CORPORATION

By: 
Richard M. Norwalk, Vice President

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AFFIDAVIT DECLARING AMOUNT OF
CAPITAL CONTRIBUTIONS OF LIMITED PARTNERS OF
G.L. HOMES OF BOYNTON BEACH ASSOCIATES V, LTD.

BEFORE ME, the undersigned, constituting the sole General Partner of G.L. Homes of Boynton Beach Associates V, Ltd. ("Partnership"), a Florida limited partnership, certifies as follows:

The limited partners' contributions to the Partnership presently total \$567,000.00, and it is anticipated that future contributions of limited partners will be made in the total amount of \$9,000,000.00.

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.

G.L. HOMES OF BOYNTON BEACH V
CORPORATION

By: *Richard M. Norwalk*
Richard M. Norwalk, Vice President

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