

White Oak Real Estate Development Corp.
A98000002435

September 10, 1998

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

500002638655--2
-09/14/98--01121--004
***148.75 ***148.75

SUBJECT: AZALEA PLACE APARTMENTS, LIMITED

Enclosed is an original and one (1) duplicate original of the Certificate of Limited Partnership as well as a check in the amount of \$148.75 for the following fees:

Filing Fee	\$52.50
Registered Agent Designation	35.00
Certificate of Status	8.75
Certified Copy	<u>52.50</u>
Total	\$148.75

I have also enclosed a completed Federal Express airbill for return of the Certified Copy to me.

Thank you.

Sincerely,

Renée Fowler
Renée Fowler

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 OCT 26 PM 1:41

A98-2435

Name	<i>Re 10-26</i>
Availability	<i>Re</i>
Document Examiner	<i>Re</i>
Updater	<i>Re</i>
Updater	<i>Re</i>
Verifier	<i>Re</i>
Acknowledgement	<i>Re</i>
W. P. Verifier	<i>Re</i>



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 18, 1998

RENEE FOWLER
WHITE OAK REAL ESTATE
222 CLEMATIS STREET, SUITE 206
WEST PALM BEACH, FL 33401

SUBJECT: AZALEA PLACE APARTMENTS, LIMITED
Ref. Number: W98000021467

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DIVISION OF CORPORATIONS
98 OCT 26 PM 1:41

We have received your document for AZALEA PLACE APARTMENTS, LIMITED and your check(s) totaling \$148.75. However, the document has not been filed and is being retained in this office for the following:

Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 398A00047433



White Oak Real Estate Development Corp.

October 21, 1998

Ms. Tammi Cline
Document Specialist
Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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SUBJECT: AZALEA PLACE APARTMENTS, LIMITED
Ref. Number: W98000021467

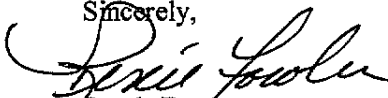
Enclosed is an original and one (1) duplicate original of the revised Certificate of Limited Partnership for the above referenced project. Please note that Southport Financial Services, Inc. has been replaced with SP-Azalea, Inc., a Florida corporation. You are currently holding a check in the amount of \$148.75 to cover the following:

Filing Fee	\$52.50
Registered Agent Designation	35.00
Certificate of Status	8.75
Certified Copy	<u>52.50</u>
Total	\$148.75

Please return the certified copy to me utilizing the Federal Express airbill included in the previous correspondence.

Thank you.

Sincerely,


Renée Fowler

CERTIFICATE OF LIMITED PARTNERSHIP

OF

AZALEA PLACE APARTMENTS, LIMITED

The undersigned, pursuant to the provisions of Section 620.108 of the Florida Statutes do hereby certify and swear in this Certificate of Limited Partnership to the following:

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DIVISION OF CORPORATIONS
9 OCT 26 PM 1:41

1. **NAME.**

The name of the Limited Partnership is:

AZALEA PLACE APARTMENTS, LIMITED

2. **REGISTERED AGENT.**

The name and address of the Registered Agent for the Limited Partnership is:

Paula J. Ryan
222 Clematis Street, Suite 206
West Palm Beach, Florida 33401

3. **GENERAL PARTNERS.**

The names and business addresses of the general partners are as follows:

98-79840
White Oak Associates III, Inc.
222 Clematis Street, Suite 206
West Palm Beach, Florida 33401

98-89511
SP-Azalea, Inc.
3000 Gulf to Bay Blvd., Suite 300
Clearwater, Florida 33759

4. **MAILING ADDRESS.**

The mailing address for the Limited Partnership and the location of its principal place of business is as follows:

c/o White Oak Real Estate Development Corp.
222 Clematis Street, Suite 206
West Palm Beach, Florida 33401

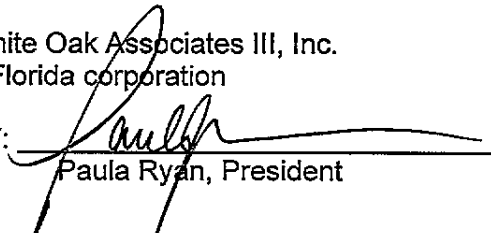
5. DISSOLUTION DATE.

The latest date upon which the Limited Partnership is to dissolve is December 31, 2048.

IN WITNESS WHEREOF, the General Partners have executed this Certificate of Limited Partnership this 19th day of October, 1998.

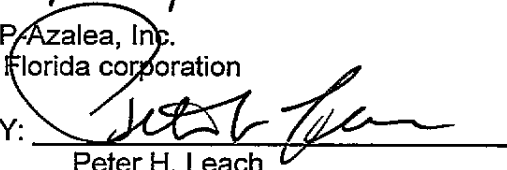
White Oak Associates III, Inc.
a Florida corporation

BY: _____


Paula Ryan, President

SP Azalea, Inc.
a Florida corporation

BY: _____


Peter H. Leach

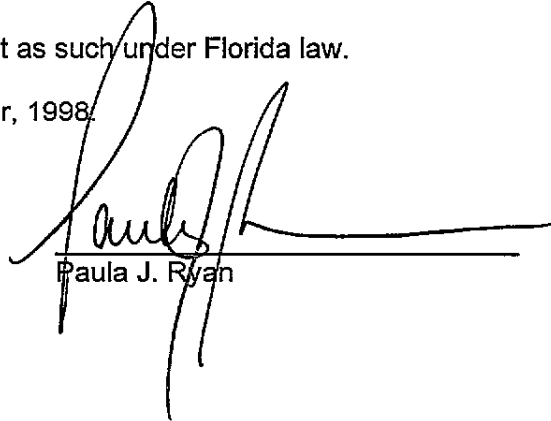
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ACCEPTANCE

Pursuant to Section 620.192 of the Florida Statutes, the undersigned accepts its appointment as registered agent for AZALEA PLACE APARTMENTS, LIMITED, a Florida limited partnership, and accepts all obligations imposed on it as such under Florida law.

Executed this 19th day of October, 1998.



Paula J. Ryan

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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AFFIDAVIT

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The undersigned as a general partner of AZALEA PLACE APARTMENTS, LIMITED ("Limited Partnership"), declares as follows:

The total of capital contributions of the limited partners of the Limited Partnership through this date is \$1000 and the anticipated future capital contributions of the limited partners to the Limited Partnership is \$1000.

WHITE OAK ASSOCIATES III, INC.
a Florida corporation

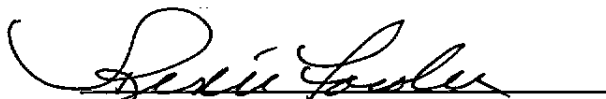
BY: _____

Paula J. Ryan

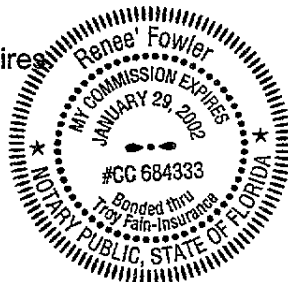
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DIVISION OF CORPORATIONS
98 OCT 26 PM 1:41

STATE OF FLORIDA)
) SS:
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 19th day of October, 1998 by Paula J. Ryan, as President of White Oak Associates III, Inc., a Florida corporation. She is personally known to me.


NOTARY PUBLIC
Printed Name: RENEE FOWLER
State of Florida at Large

My Commission Expires



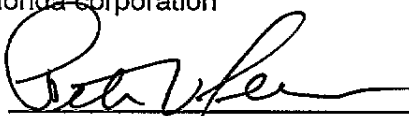
AFFIDAVIT

STATE OF FLORIDA)
) SS:
COUNTY OF PAIM BEACH

The undersigned as a general partner of AZALEA PLACE APARTMENTS, LIMITED ("Limited Partnership"), declares as follows:

The total of capital contributions of the limited partners of the Limited Partnership through this date is \$1000 and the anticipated future capital contributions of the limited partners to the Limited Partnership is \$1000.

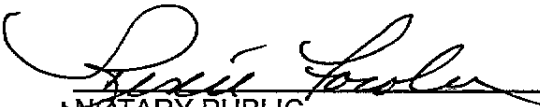
SP-Azalea, Inc.
a Florida corporation

BY: 
Peter H. Leach

98 OCT 26 PM 1:41
SECRETARY OF STATE
DIVISION OF CORPORATIONS

STATE OF FLORIDA)
) SS:
COUNTY OF PAIM BEACH

The foregoing instrument was acknowledged before me this 21st day of October, 1998 by PETER LEACH, as VICE PRESIDENT of SP-Azalea, Inc. a Florida corporation. He is personally known to me or has produced N/A as identification.


NOTARY PUBLIC
Printed Name: RENEE FOWLER
State of FLORIDA at Large

My Commission Expires

