



A98000002918

ACCOUNT NO. : 072100000032
REFERENCE : 083741 4381472
AUTHORIZATION : *Patricia P...*
COST LIMIT : \$ 87.50

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 31 PM 12:59

ORDER DATE : December 30, 1998
ORDER TIME : 8:30 AM
ORDER NO. : 083741-005
CUSTOMER NO: 4381472
CUSTOMER: Janice Myers, Legal Assistant
BROAD AND CASSEL
BROAD AND CASSEL
Suite 1100
390 North Orange Avenue
Orlando, FL 32801

File
1st

DOMESTIC FILING

NAME: MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD.

800002727408--5

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

(Handwritten circled '4')

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

mk 12/31/98

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS: _____

RECEIVED
98 DEC 31 AM 9:56

**CERTIFICATE OF LIMITED PARTNERSHIP
OF
MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD.**

Pursuant to the authority of Section 620.108, Florida Statutes, the undersigned, constituting the sole general partner of MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD. (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

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1. The name of the Partnership shall be MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD. (the "Partnership").

2. The address of the initial office where records shall be kept shall be 2325 Ulmerton Road, Suite 20, Clearwater, Florida 33762

3. The name and address of the initial registered agent for service of process is B&C Corporate Services of Central Florida, Inc., 390 North Orange Avenue, Suite 1100, Orlando, Florida 32801.

4. The name and initial business address of the General Partner is:

MURDOCK CIRCLE AFFORDABLE HOUSING, INC., a Florida corporation
2325 Ulmerton Road, Suite 20
Clearwater, Florida 33762

PA600022773

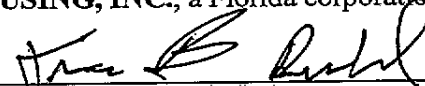
5. The initial mailing address of the Partnership is Post Office Box 4961, Orlando, Florida 32802-4961.

4. The latest date upon which the Partnership is to dissolve shall be December 31, 2048.

This Certificate has been executed by the undersigned as of the 29th day of December, 1998.

GENERAL PARTNER:

**MURDOCK CIRCLE AFFORDABLE
HOUSING, INC., a Florida corporation**

By: 
Fred B. Bullard, Jr., President

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

SECRETARY OF STATE
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The undersigned being all of the general partners of MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD. and being duly sworn do hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD., with the Florida Department of State, as required by Section 620.108, Florida Statutes:

The amount of the capital contributions of the limited partners as of the date hereof is \$50.00 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

MURDOCK CIRCLE AFFORDABLE HOUSING, INC., a Florida corporation

By: *Fred B. Bullard, Jr.*
Fred B. Bullard, Jr., President

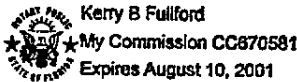
Dated this 29th day of December, 1998.

STATE OF FLORIDA
COUNTY OF Duval

The foregoing instrument was acknowledged before me this 29th day of December, 1998, by Fred B. Bullard, Jr., as President of Murdock Circle Affordable Housing, Inc., a Florida corporation. He is personally known to me or has produced _____ as identification and who did/did not take an oath.

Kerry B. Fullford
(Signature of Notary Public)

Kerry B. Fullford
(Typed name of Notary Public)
Notary Public, State of Florida
Commission No. CC670581
My commission expires: Aug. 10, 2001




ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for MURDOCK CIRCLE AFFORDABLE PARTNERS, LTD., the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that it is familiar with its statutory obligations as such.

**B&C CORPORATE SERVICES OF CENTRAL
FLORIDA, INC.**, a Florida corporation

By: _____


Randal M. Alligood
Vice President

Dated this 28th day of December, 1998.

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