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February 10, 1999

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

700002773647---02/12/39--01034--001 *****96.25 *****96.25

Re:

Formation of KINGS MILLENNIUM APARTMENTS ASSOCIATES, LTD.

Our File No.: FASI-2

Dear Sir or Madam:

On behalf of our client, Kings Millennium Apartments Associates, Ltd., enclosed for filing please find its Certificate of Limited Partnership, Affidavit and Acceptance of Appointment by Resident Agent, together with our firm's check in the amount of \$96.25 for the filing fee, Registered Agent Designation and a Certificate of Status.

To evidence the Secretary of State's receipt of this letter and the referenced enclosures, I would appreciate your stamping the additional copy of this letter and returning it along with a Certificate of Status.

Please feel free to call me if you have any questions.

Sincerely,

idr enclosures

Joseph G. Lubeck 169971.2

ochopis) Jennifer Riddle, Legal Assistant Name Availability Document Examiner Updater Uucater. Verlityer Acknowledgement W. P. Verifyer

CERTIFICATE OF LIMITED PARTNERSHIP KINGS MILLENNIUM APARTMENTS ASSOCIATES, LTD.

This is a Certificate of Limited Partnership of KINGS MILLENNIUM APARTMENTS ASSOCIATES, LTD. (the "Partnership"), dated as of February 9, 1999. The General Partner of the Partnership hereby certifies as follows:

- 1. The name of the Partnership is KINGS MILLENNIUM APARTMENTS ASSOCIATES, LTD.
- 2. The name and address of the agent of the Partnership for service of process required to be maintained by Section 620.105, Florida Statutes, is David M. Jeffries, Bush Ross Gardner Warren & Rudy, P.A., 220 S. Franklin Street, Tampa, Florida 33602.
- 3. The general partner of the Partnership is FAF Group VI, Inc., 13575 58th Street North, Suite 144, Clearwater, FL 33760.
- 4. The mailing address and principal place of business of the Partnership is 13575 58th Street North, Suite 144, Clearwater, FL 33760.
- 5. The latest date upon which the Partnership is to be terminated and dissolved is December 31, 2040.

In witness whereof, the undersigned, the General Partner of the Partnership, has executed the foregoing Certificate of Limited Partnership as of the date and year first written above.

FAF Group VI, Inc.

y: Daniel E. Lubeck, President

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9th day of February, 1999, under oath, by Daniel Lubecks President of FAF Group VI, Inc., a Florida Corporation, who is personally known to me, or produced ______as identification.

Barbara J Misercola
Notary Public, State of Florida
My Comm. Expires Oct 15, 2000
No. CC593813
Ropyle Thru: Official Notary Service

NOTARY PUBLIC, State of Florida

at Large

ACCEPTANCE OF APPOINTMENT BY RESIDENT AGENT

I hereby accept my appointment as Resident Agent for service of process on the above named limited partnership and agree to act as such in accordance with the provisions of §620.105 of the Florida Statutes.

David M. Jeffries

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

THE UNDERSIGNED, DanielLubeckbeing sworn, upon his oath, deposes and says:

- 1. I am the President of FAF Group VI, Inc., the General Partner of Kings Millennium Apartments Associates, Ltd., a Florida limited partnership.
- 2. This affidavit is being made in accordance with Section 620.108(1), Florida Statutes.
- 3. The amount of capital contributions of the Limited Partners that have been made or are anticipated to be made to the Partnership is \$100.00.

FAF GROUP VI, INC.

T OF OUR

Daniel E. Lubeck, President

STATE OF FLORIDA COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 9th day of February, 1999, under oath, by Daniel Lubeck as President of FAF Group VI, Inc., a Florida Corporation, who is personally known to me or produced as identification.

NOTARY PUBLIC, State of Florida

at Large

My Commission Expires:

Barbara J Misercola
Notary Public, State of Florida
My Comm. Expires Oct 15, 2000
No. CC593813
Bonded Thru: Official Notary Service
1-(800) 723-0121