



THE UNITED STATES  
CORPORATION  
COMPANY

A99 000000392

ACCOUNT NO. : 072100000032

REFERENCE : 163487 4329325

AUTHORIZATION :

*Patricia Pijet*

COST LIMIT : \$ 148.75

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 MAR 10 PM 4:59

ORDER DATE : March 10, 1999

ORDER TIME : 3:15 PM

ORDER NO. : 163487-005

CUSTOMER NO: 4329325

300002801703--3

CUSTOMER: Scott Glazier, Esq  
BRANT MOORE MACDONALD & WELLS,  
BRANT MOORE MACDONALD & WELLS,  
P. O. Box 4548

Jacksonville, FL 32201-4548

DOMESTIC FILING

NAME: APARTMENT HOMES OF AMELIA,  
LTD.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
XX PLAIN STAMPED COPY  
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:                     

*(4)*

*BHL*

*3/10/99*

DIVISION OF CORPORATIONS

99 MAR 10 PM 4:36

RECEIVED

CERTIFICATE OF LIMITED PARTNERSHIP  
OF APARTMENT HOMES OF AMELIA, LTD.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAR 10 PM 4:59

The undersigned, desiring to form a limited partnership under the Florida Revised Uniform Limited Partnership Act (1986) hereby certifies:

1. The name of the limited partnership is Apartment Homes of Amelia, Ltd. (the "Partnership").
2. The location of the principal place of business of the Partnership is 1325 Atlantic Avenue, Fernandina Beach, FL 32034, or at such other place as the general partner may designate.
3. The street address of the registered office of the Partnership is 50 N. Laura Street, Suite 3100, Jacksonville, Florida 32202, and the name of the registered agent of the Partnership at that address is Brant, Moore, Macdonald & Wells, P.A.
4. The name of the sole general partner of the Partnership is Apartment Homes of Amelia, Inc., a Florida corporation, having a business address of 1325 Atlantic Avenue, Fernandina Beach, FL 32034. P98000671243
5. The mailing address of the Partnership is P.O. Box 17833, Jacksonville, FL 32246.
6. The Partnership shall commence on the date of filing hereof and the latest date upon which the Partnership will dissolve is February 1, 2039.

IN WITNESS WHEREOF, the undersigned does solemnly swear that the foregoing statements are true and correct as of this 8<sup>th</sup> day of March, 1999.

APARTMENT HOMES OF AMELIA, INC.

By: 

Harry R. Trevett

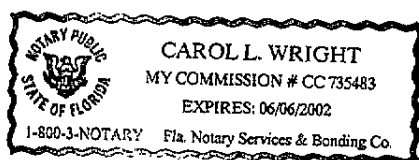
Its: President

General Partner

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STATE  
DIVISION OF CORPORATIONS  
99 MAR 10 PM 4:55

STATE OF FLORIDA  
COUNTY OF DUVAL

This instrument was acknowledged before me this 8<sup>th</sup> day of March, 1999, by Harry R. Trevett, as President of Apartment Homes of Amelia, Inc., a Florida corporation, as general partner of Apartment Homes of Amelia, Ltd., a limited partnership, on behalf of said partnership, who is personally known to me or who has produced FL drivers license as identification.



Carol L. Wright  
Notary Public  
State of Florida at Large  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_

Registered Agent's Acceptance

The undersigned, having been named to accept service of process for the above-named limited partnership at the place designated in this Certificate, hereby agrees to act in this capacity and further agrees to comply with the provisions of the Florida Revised Uniform Limited Partnership Act (1986) relative to the keeping of said office and the proper and complete performance of his duties.

BRANT, MOORE, MACDONALD & WELLS, P.A.

Dated: March 8, 1999

By: Scott L. Glazier  
Scott L. Glazier  
Its: Vice President

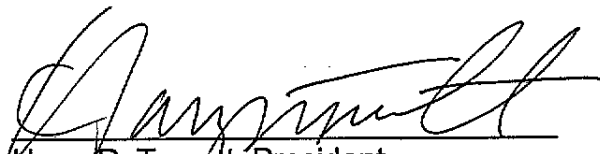
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STATE OF FLORIDA  
COUNTY OF DUVAL

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS  
OF APARTMENT HOMES OF AMELIA, LTD.**

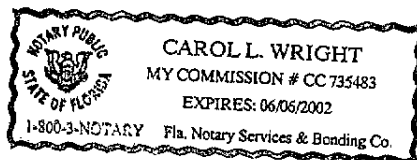
Before me, the undersigned authority, personally appeared Harry R. Trevett, President of Apartment Homes of Amelia, Inc., a Florida corporation, who being by me first duly sworn, deposes and says:

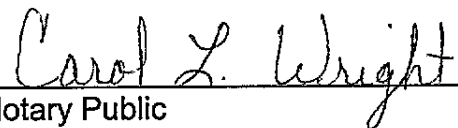
1. That Apartment Homes of Amelia, Inc. is the sole general partner of Apartment Homes of Amelia, Ltd., a Florida limited partnership (the "Partnership").
2. The limited partners have made no capital contributions to the Partnership as of the date hereof.
3. It is anticipated that the limited partners may contribute up to \$1,000.00 of capital to the Partnership.

  
Harry R. Trevett, President  
Apartment Homes of Amelia, Inc.

STATE OF FLORIDA  
COUNTY OF DUVAL

This instrument was acknowledged before me this 8<sup>th</sup> day of March, 1999, by Harry R. Trevett, as President of Apartment Homes of Amelia, Inc., a Florida corporation, as general partner of Apartment Homes of Amelia, Ltd., a limited partnership, on behalf of said partnership, who is personally known to me or who has produced FL drivers license as identification.



  
Notary Public  
State of Florida at Large  
My Commission Expires: \_\_\_\_\_  
Commission No.: \_\_\_\_\_