



THE UNITED STATES CORPORATION COMPANY

A99000001102

ACCOUNT NO. : 072100000032

REFERENCE : 300068 4656E

AUTHORIZATION :

Patricia Figgitt

COST LIMIT : \$ 140.00

ORDER DATE : July 8, 1999

ORDER TIME : 11:38 AM

ORDER NO. : 300068-005

CUSTOMER NO: 4656E

800002926488-6

CUSTOMER: Michele J. Turton, Legal Asst
GREENBERG TRAUIG HOFFMAN
GREENBERG TRAUIG HOFFMAN
Suite 2050
111 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: WESTCHESTER APARTMENTS LIMITED PARTNERSHIP

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

[Handwritten initials]

A99-1102

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 JUL -8 PM 1:44

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL -8 PM 12:01

RECEIVED

**CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
WESTCHESTER APARTMENTS LIMITED PARTNERSHIP**

THE UNDERSIGNED, constituting the general partner of WESTCHESTER APARTMENTS LIMITED PARTNERSHIP (the "Partnership"), does hereby submit the following information in accordance with the Florida Revised Limited Partnership Act (1986) to make public the information of the Partnership:

1. **Name** The name of the Partnership shall be WESTCHESTER APARTMENTS LIMITED PARTNERSHIP.

2. **Registered Agent** The initial registered office of the Partnership in the State of Florida is 1201 Hays Street, Tallahassee, Florida 32301-2607. The name of the initial registered agent is the Corporation Service Company at the above address.

3. **General Partner** The name and address of the general partner of the Partnership is:

GPG Venture I, Inc. ✓ P99060055370  
950 West Valley Road, Suite 2902  
Wayne, PA 19087

4. **Partnership Address** The office and mailing address for the Partnership shall be 950 West Valley Road, Suite 2902, Wayne, PA 19087.

5. **Dissolution** The latest date upon which the Partnership will dissolve is December 31, 2042.

IN WITNESS WHEREOF, the undersigned does hereby execute this Certificate and attach an Affidavit declaring the amount of the capital contribution of the limited partners and the anticipated amount to be contributed by the limited partners.

GPG VENTURE I, INC.  
a Florida Corporation, as general partner



By: Ira J. Ginsberg  
Its: President

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**ACCEPTANCE BY REGISTERED AGENT**

THE UNDERSIGNED, as registered agent, appointed in accordance with the foregoing Certificate, does hereby accept such appointment, and does hereby state that it is familiar with, and accepts, the obligations imposed by Section 620.192 of the Florida Revised Uniform Limited Partnership Act (1986).

*Laura R. Dunlap*

Print Name: Corporation Service Company

Its: Registered Agent

**Laura R. Dunlap  
as its agent**

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**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

BEFORE ME, the undersigned, general partner of **WESTCHESTER APARTMENTS LIMITED PARTNERSHIP**, a Florida limited partnership, hereinafter referred to as the "Partnership", who upon being sworn, certify as follows:


1. The amount of capital contributions of the limited partners is \$ 300.
2. The anticipated amount of the capital contributions of the limited partners will be \$ zero.

Dated this 7th day of July, 1999.

**FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury, I declare that I have read the foregoing and the facts alleged are true, to the best of my knowledge and belief.

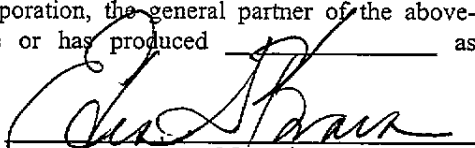
**GPG VENTURE I, INC.**  
a Florida Corporation, as general partner

  
By: Ira J. Ginsberg  
Its: President

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STATE OF Chester  
COUNTY OF Pennsylvania

The foregoing instrument was acknowledged before me this 7th day of July, 1999, by Ira J. Ginsberg, President of GPG Venture I, Inc., a Florida corporation, the general partner of the above-referenced Partnership, who is personally known to me or has produced \_\_\_\_\_ as identification.

  
Print Name: EDEN S. BRAUN  
Notary Public, State of Pennsylvania  
Commission Number: \_\_\_\_\_  
My commission Expires: Sept. 2, 2002

Notarial Seal  
Eden S. Braun, Notary Public  
Tredyffrin Twp., Chester County  
My Commission Expires Sept. 2, 2002