

"CCRS"
103 N. MERIDIAN STREET, 11th FLOOR LEVEL
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

File 2nd

A99000001501

CONTACT:

CINDY HICKS

DATE:

9-14-99

REF. #:

0151.8246

CORP. NAME:

Sierra Meadow Apartments
Ltd

400002986594--2
-09/14/99--01031--010
****148.75 ****148.75

- | | | |
|--|---|--|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input checked="" type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: <u>4</u> | | |

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 SEP 14 PM 2:00

STATE FEES PREPAID WITH CHECK# 5864 FOR \$ 148.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|--|--|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input checked="" type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

BK 9/14/99

RECEIVED
99 SEP 14 AM 10:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CERTIFICATE OF LIMITED PARTNERSHIP

OF

SIERRA MEADOWS APARTMENTS, LTD.

Pursuant to Section 620.108 of the Florida Revised Uniform Limited Partnership Act, the undersigned, being the sole General Partner of SIERRA MEADOWS APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), does hereby execute and submit for filing with the Department of State, State of Florida, this Certificate of Limited Partnership, to read as follows:

1. The name of the Limited Partnership is:

SIERRA MEADOWS APARTMENTS, LTD.

2. The office and principal place of business for the Partnership currently is:

1130 Washington Avenue, 4th Floor
Miami Beach, Florida 33139

3. The name and address of the agent for service of process on the Partnership is:

Francisco Rojo
c/o Affordable Landmarks, Inc.
1130 Washington Avenue, 4th Floor
Miami Beach, Florida 33139

4. The name and address of the sole General Partner of the Partnership is:

SIERRA MEADOWS APARTMENTS, INC.
1130 Washington Avenue, 4th Floor
Miami Beach, Florida 33139

5. The mailing address of the Partnership is:

1130 Washington Avenue, 4th Floor
Miami Beach, Florida 33139

6. The latest date upon which the Partnership shall dissolve is December 31, 2049.

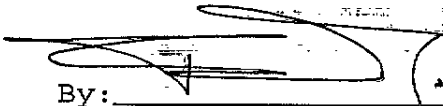
FILED
DEPT. OF STATE
CORPORATIONS
JAN 14
PM 2:00

090000081226

IN WITNESS WHEREOF, the undersigned has signed this Certificate of Limited Partnership as sole General Partner, pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: September 3, 1999

SIERRA MEADOWS APARTMENTS, INC.
a Florida corporation, as General
Partner


By: 
Francisco Rojo
Its: Vice President

FILED STATE
DEPT. OF CORPORATIONS
SEP 14 PM 2:00

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Francisco Rojo hereby accepts his appointment as registered agent for SIERRA MEADOWS APARTMENTS, LTD., a Florida limited partnership, and states that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0501.

DATED: September 3, 1999


Francisco Rojo

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

FILED STATE
SECRETARY OF CORPORATIONS
99 SEP 14 PM 2:00


STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Francisco Rojo as Vice President of SIERRA MEADOWS APARTMENTS, INC., a Florida corporation, as sole General Partner of SIERRA MEADOWS APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), who states as follows:

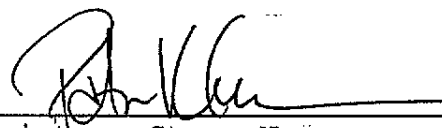
1. The aggregate capital contributions made by the Limited Partners of the Partnership to the Partnership is \$99.90.

2. It is not anticipated that the Limited Partners will make any additional contributions to the capital of the Partnership other than as set forth in Number 1, above.

SIERRA MEADOWS APARTMENTS, INC.,
a Florida corporation,
as General Partner

By: 
Francisco Rojo
Its: Vice President

The foregoing instrument was acknowledged before me this 10 day of Sept., 1999 by Francisco Rojo, as Vice President of SIERRA MEADOWS APARTMENTS, INC., a Florida corporation, as General Partner of SIERRA MEADOWS APARTMENTS, LTD., a Florida limited partnership (the "Partnership"), who is personally known to me or who has produced a driver's license as identification and who did not take an oath.


Print or Stamp Name:
Notary Public, State of Florida at Large
Commission No.:
My Commission Expires: