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| Profit NonProfit Limited Liability Domestication Other | AMENDMENTS Amendment Resignation of R.A. Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger | Certificate of FICTOUS NAME FICTITIOUS NAME SEARCH |
| OTHER FILINGS | REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other | CORP SEARCH |

Ordered By:

CERTIFICATE OF LIMITED PARTNERSHIP

OF

VILLAGE AT HILLCREST ASSOCIATES LIMITED PARTNERSHIP

Pursuant to the authority of Section 620,108, Florida Statutes, the undersigned, constituting the sole General Partner of VILLAGE AT HILLCREST ASSOCIATES LIMITED PARTERNSHIP (the "Partnership"), hereby submits the following in connection with the formation of the Partnership:

- 1. The name of the Partnership shall be VILLAGE AT HILLCREST ASSOCIATES LIMITED PARTNERSHIP.
- 2. The address of the office where records shall be kept shall be 2450 Hollywood Boulevard, Suite 503, Hollywood, Florida 33020. The name and address of the registered agent for service of process is Triad Housing Partners, LLC, 2450 Hollywood Boulevard, Suite 503, Hollywood, Florida 33020.
 - 3. The name and the business address of the General Partner is:

THP7 Corporation, a Florida corporation 2450 Hollywood Boulevard, Suite 503 Hollywood, Florida 33020

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- 4. The mailing address of the limited partnership is 2450 Hollywood Boulevard, Suite 503, Hollywood, Florida 33020.
 - 5. The latest date upon which the Partnership is to dissolve shall be December 31, 2049.
- 6. This Agreement has been executed by the undersigned effective as of the 29 day of September, 1999.

GENERAL PARTNER:

THP7 CORPORATION, a Florida corporation, as sole General Partner

By: Name: DAVID A. Schultz
Title: VICE PRESIDENT

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been designated as the Registered Agent for VILLAGE AT HILLCREST ASSOCIATES LIMITED PARTNERSHIP, the undersigned hereby accepts the designation and agrees to act as the Registered Agent of said limited partnership and states that the undersigned is familiar with its statutory obligations as such.

TRIAD HOUSING PARTNERS, LLC, a Florida limited liability company

By: David a Sof, Member

Name: DAVID SC Title: Member

Dated this 29 day of September, 1999

AFFIDAVIT

OF

CAPITAL CONTRIBUTIONS

The undersigned being the sole General Partner of VILLAGE OF HILLCREST ASSOCIATES LIMITED PARTNERSHIP, and being duly sworn does hereby set forth the following for the purpose of accompanying the filing of the Certificate of Limited Partnership of VILLAGE OF HILLCREST ASSOCIATES LIMITED PARTNERSHIP, 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 \$ 100 and no further capital contributions from the limited partners are anticipated at this time.

This Affidavit is executed and sworn to by:

GENERAL PARTNER:

THP7 CORPORATION, a Florida corporation, as sole General Partner

By: Name: DAVID SOUNTS

Title: VICE PRESIDENT

STATE OF FLORIDA

SS.

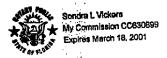
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this day of September, 1999, by

David A. Schottz Grupper of THP7 CORPORATION, a Florida corporation, as

General Partner of VILLAGE OF HILLCREST ASSOCIATES LIMITED PARTNERSHIP, and who

provided as identification or who is personally known to me.



Notary Public

My Commission Expires:

Print, type or stamp name of notary

INW-COUS652/com/HILLCREST.CLF