



THE UNITED STATES
CORPORATION
COMPANY

A99000001771

ACCOUNT NO. : 072100000032

REFERENCE : 441133 1299A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 28, 1999

ORDER TIME : 2:18 PM

ORDER NO. : 441133-005

CUSTOMER NO: 1299A

CUSTOMER: Scott M. Covell, Esq
CLARK PARTINGTON HART LARRY
CLARK PARTINGTON HART LARRY
Suite 800
125 West Romana Street
Pensacola, FL 32501

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-10/29/99--01004--003
****140.00 ****140.00

DOMESTIC FILING

NAME: RHT CRANE CREEK PARTNERS, LTD.

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: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
99 OCT 28 AM 10:07

RECEIVED
99 OCT 28 PM 4:47
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**CERTIFICATE OF LIMITED PARTNERSHIP OF
RHT CRANE CREEK PARTNERS, LTD.**

The undersigned, pursuant to the provisions of Chapter 620, Florida Statutes, files the following Certificate of Limited Partnership evidencing the formation of that limited partnership known as RHT CRANE CREEK PARTNERS, LTD., under that partnership agreement executed of date even herewith.

I. NAME AND PRINCIPAL OFFICE

The partnership shall be conducted under the firm name of RHT CRANE CREEK PARTNERS, LTD. The principal office and mailing address of the limited partnership shall be 1333 LaPaz Street, Pensacola, Florida 32501.

II. REGISTERED OFFICE, REGISTERED AGENT

The address of the initial registered office of this partnership in the State of Florida shall be 1201 Hayes Street, Tallahassee, FL 32301, and the name of the agent for service of process at that address is Corporation Service Company.

III. CHARACTER OF BUSINESS

The character of business intended to be transacted by this partnership shall be that of acquiring, holding, operating, improving, developing, leasing, managing, mortgaging, encumbering, exchanging, transferring, selling and otherwise disposing of the partnership property, and, subject to the terms of the partnership agreement, conducting any other business in which a limited partnership may engage under the laws of the State of Florida.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 28 AM 10:07

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DIVISION OF CORPORATIONS
99 OCT 28 AM 10:07

IV. NAME AND ADDRESS OF GENERAL PARTNER

(1) General Partner. The name and principal place of business of the general partner of this partnership are:

Tax Credit Senior Properties, Inc.
a Florida corporation
1333 LaPaz Street
Pensacola, FL 32501

P9800007 2129

V. TERM OF LIMITED PARTNERSHIP

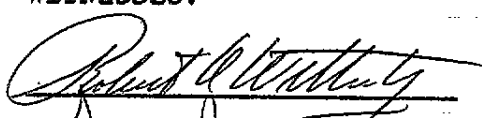
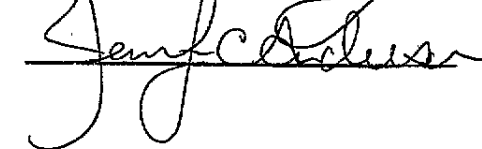
The term for which the partnership is to exist begins upon the date when this Certificate is filed in the office of the Florida Department of State, and shall continue until December 31, 2048, unless sooner terminated by law, the filing of a Certificate of Cancellation or under the provisions of the Agreement of Limited Partnership.

IN WITNESS WHEREOF, the General Partner hereto has executed this Certificate of Limited Partnership on the date hereinafter set forth.

GENERAL PARTNER:

TAX CREDIT SENIOR PROPERTIES, INC.

WITNESSES:

By: 
Its President

Date: Sept 1, 1999

STATE OF CALIFORNIA)

COUNTY OF Orange)

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

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BEFORE ME, the undersigned, personally appeared R.H. Tourtelot, as President of TAX CREDIT SENIOR PROPERTIES, INC., General Partner of RET CRANE CREEK PARTNERS, LTD., a Florida limited partnership, hereinafter referred to as the "Partnership," who upon being duly sworn, certified as follows:

1. The limited partners contributed cash to the Partnership of \$99.

2. The amount of additional capital contributions anticipated to be contributed by each limited partner are as follows:

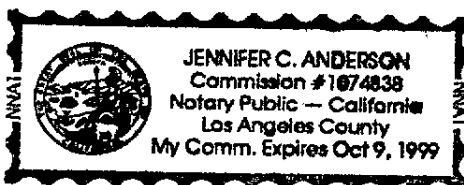
NONE.

FURTHER AFFIANT SAYETH NOT.

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

GENERAL PARTNER:
TAX CREDIT SENIOR PROPERTIES, INC.

By: *R.H. Tourtelot*
R.H. Tourtelot, President



SWORN TO AND SUBSCRIBED BEFORE ME
this 1 day of September, 1999.

Jennifer C. Anderson
Notary Public
State of California at Large

My Commission Expires: October 9, 1999

[NOTARIAL SEAL]

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the foregoing designation as registered agent of RHT CRANE CREEK PARTNERS, LTD. Further, the undersigned is familiar with and accepts the duties and obligations of such designation.

FILED
CLERK OF SUPERIOR COURT
DIVISION OF CORPORATIONS
99 OCT 28 AM 10:07

REGISTERED AGENT:

CORPORATION SERVICE COMPANY

Deborah D. Skipper

By: Deborah D. Skipper

Its: Its agent

Date: 10/28/99, 1999