

601000000311

HOLT NEY ZATCOFF & WASSERMAN, LLP

ATTORNEYS AT LAW

100 GALLERIA PARKWAY, SUITE 600
ATLANTA, GEORGIA 30339-5911
TELEPHONE 770-956-9600 FACSIMILE 770-956-1490

Patti B. Crosby, Paralegal
e-mail pcrosby@honzw.com

August 29, 2001

JB

MJM

VIA FEDERAL EXPRESS

Department of State of Florida
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

000004564660--1
-08/30/01--01076--020
***1846.25 ***1846.25

Re: Foreign Qualifications for Roberts Realty Investors, Inc. and Roberts Properties Residential, L.P.

Dear Sir or Madam:

I am enclosing with this letter for filing in the foreign corporation and foreign limited partnership records, respectively, of the State of Florida, the following:

- (1) an original Application by Foreign Corporation for Authorization to Transact Business in Florida for Roberts Realty Investors, Inc., together with Transmittal Letter (\$87.50 filing fee); and
- (2) an original Application by Foreign Limited Partnership for Authorization to Transact Business in Florida and Affidavit of Capital Contributions for Roberts Properties Residential, L.P. (\$1,846.25 filing fee).

Also enclosed are checks, one in the amount of \$87.50 as set forth in (1) above in payment of the filing fee (\$70.00), the issuance of a certified copy of the Certificate of Authority (\$8.75) and a Certificate of Status (\$8.75) for Roberts Realty Investors, Inc., and the other in the amount of \$1,846.25 as set forth in (2) above in payment of the filing fee (\$1,750.00), the designation of registered agent (\$35.00), a certified copy of the Certificate of Authority (\$52.50), and a Certificate of Status (\$8.75) for Roberts Properties Residential, L.P. Please file the enclosed Applications as soon as possible and return the Certificates of Authority and Certificates of Status to the undersigned as soon as possible in the self-addressed, prepaid Federal Express envelope I have enclosed for your use.

If you have any questions or problems with this request, please call me collect immediately at (770) 956-9600.

Sincerely,

Patti B. Crosby
Patti B. Crosby
Paralegal

/pbc
Enclosures

cc: Sanford H. Zatcoff, Esq.
Ms. Kate Moore

FILED
01 AUG 30 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN LIMITED PARTNERSHIP FOR
AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

1. Roberts Properties Residential, L.P.
(Name of limited partnership as it is in the home state)
2. Roberts Properties Residential, L.P.
(If name is unavailable, name under which the limited partnership proposes to register or transact business in Florida;
must contain the word "LIMITED" or "LTD.")
3. Georgia 4. July 22, 1994
(State of Formation) (Date of Formation)
5. CT Corporation System
(Name of Registered Agent for Service of Process)
6. 1200 South Pine Island Road
(Street Address of Registered Office)
- Plantation Florida 33324
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
CT Corporation System
By: Joan Bolden **JOAN BOLDEN**
(Agent must sign on this line) **ASSISTANT SECRETARY**
8. 100 Galleria Parkway, Suite 600
Atlanta, Georgia 30339
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
- Roberts Realty Investors, Inc. 8010 Roswell Road, Suite 120
Atlanta, Georgia 30350
FOI-4664
10. 8010 Roswell Road, Suite 120, Atlanta, Georgia 30350
(Office where Names, Addresses and Contributions of Limited Partners are kept.)
11. The limited partnership will undertake to keep the records listing the addresses and capital contributions
limited partner or limited partners until the limited partnership's registration in Florida is canceled or
withdrawn.

CONTINUED

FILED
01 AUG 30 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

12. 8010 Roswell Road, Suite 120

Atlanta, Georgia 30350

(Mailing Address of Limited Partnership)

Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 29 day of August, 2001
Roberts Realty Investors, Inc.

By: Charles R. Elliott
Charles R. Elliott, General Partner
CFO

STATE OF Georgia

COUNTY OF Fulton

On this 29 day of August, 2001

Charles R. Elliott, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

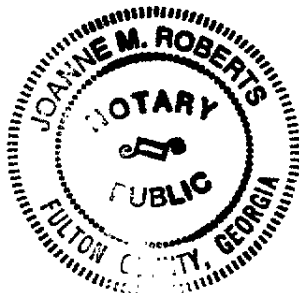
Joanne M. Roberts
(Notary Public Signature)

Joanne M. Roberts
(Notary's Printed Name)

Notary Public, Fulton County, Georgia
My Commission Expires Aug. 16, 2002

Seal

My Commission Expires: _____



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Charles R. Elliott, CFO of Roberts Realty Investors, Inc.
the general partner of Roberts Properties Residential, L.P. (an) Georgia
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 250,000.00*
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 250,000.00*
*in excess of \$250,000.00, the maximum amount upon which maximum fee is calculated

Under the penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 29 day of August, 2001.

Roberts Realty Investors, Inc.

By Charles R. Elliott
General Partner
Charles R. Elliott, CFO

STATE OF Georgia

COUNTY OF Fulton

On this 29 day of August, 2001,

Charles R. Elliott, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Joanne M. Roberts
(Notary Public Signature)

Joanne M. Roberts
(Notary's Printed Name)

Notary Public, Fulton County, Georgia

My Commission Expires: Aug. 16, 2002

