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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

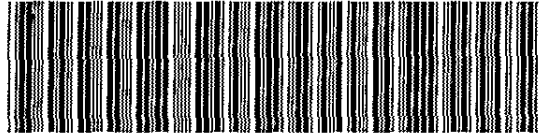
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RECEIVED

04 MAR 23 AM 11: 25

DIVISION OF CORPORATION

FILED
04 MAR 23 PM 5: 10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CT CORPORATION

March 23, 2004

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

04 MAR 23 PM 5:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: Order #: 6064218 SO
Customer Reference 1: 94116670
Customer Reference 2: n/a

Dear Secretary of State, Florida:

Please file the attached:

AML Residential Properties, L.P. (DE)
Registration
Florida

Please FILE SECOND and return a good standing certificate and a certified copy along with regular evidence.

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at (850) 222-1092. Thank you very much for your help.

Sincerely,

Jeffrey J Netherton
Sr. Fulfillment Specialist
Jeff_Netherton@cch-lis.com

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

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

04 MAR 23 PM 5:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FILED

1. AMLI RESIDENTIAL PROPERTIES, L.P.
(Name of limited partnership as it is in the home state)

2. _____
(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. Delaware 4. November 16, 1993
(State of Formation) (Date of Formation)

5. Corporation Service Company
(Name of Registered Agent for Service of Process)

6. 1201 Hays Street
(Street Address of Registered Office)

Tallahassee, Florida 32301
(City) (Zip Code)

7. Acceptance by the Registered Agent for Service of Process:

Mia D. Wintersmith Mia Wintersmith, Asst. Secretary
(Agent must sign on this line)

8. 2711 Centerville Road, Suite 400
Wilmington, Delaware 19808
(Address of registered office required in state of formation or, if not required, address of principal office.)

9. NAMES OF GENERAL PARTNERS	STREET ADDRESS
<u>AMLI Residential Properties Trust</u>	<u>125 South Wacker Drive</u>
	<u>Suite 3100</u>
	<u>Chicago, Illinois 60606</u>
<u>064 0600000017</u>	

10. 125 South Wacker Drive, Suite 3100, Chicago, Illinois 60606
(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 of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

12. 125 South Wacker Drive, Suite 3100

Chicago, Illinois 60606

(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 19th day of March, 2004

AMLI RESIDENTIAL PROPERTIES, L.P.
By: AMLI Residential Properties Trust, general partner

By: [Signature]

Name: CHARLOTTE A. SPARROW General Partner

Title: VICE PRESIDENT

STATE OF ILLINOIS

COUNTY OF COOK

On this 19th day of March, 2004

Charlotte A. Sparrow personally appeared before me.

who is personally known to me

whose identity I proved on the basis of

[Signature]
(Notary Public Signature)

Julie Schroerlucke
(Notary's Printed Name)

Seal

My Commission Expires: 12/14/07



AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared _____
an officer of the
~~XXX~~ general partner of AMLI Residential Properties, L.P., a(an) Delaware

limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 31,203,000.00
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 12,500,000.00

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 18th day of March, 2004

AMLI RESIDENTIAL PROPERTIES, L.P.
By: AMLI Residential Properties Trust, general partner

Charles C. Kraft
Name: CHARLES C. KRAFT General Partner
Title: TREASURER

STATE OF ILLINOIS

COUNTY OF COOK

On this 18th day of March, 2004

Charles C. Kraft, personally appeared before me,

who is personally known to me

whose identity I proved on the basis of _____

Julie Schroerlucke
(Notary Public Signature)

Julie Schroerlucke
(Notary's Printed Name)

Seal My Commission Expires: 12/14/07

