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FLORIDA DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

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**FOREIGN LIMITED PARTNERSHIP**

**Huntington Place Apartments Limited Partnership**

|                       |            |
|-----------------------|------------|
| Certificate of Status | 1          |
| Certified Copy        | 0          |
| Page Count            | 04         |
| Estimated Charge      | \$1,793.75 |

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

REC'D  
CLERK OF COURT  
JAN 22, 2005  
TALLAHASSEE, FLORIDA

1. Huntington Place Apartments Limited Partnership  
(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. 11/18/04  
(State of Formation) (Date of Formation)
5. CT Corporation System  
(Name of Registered Agent for Service of Process)
6. c/o CT Corporation System, 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: Conrad Ryan Special Asst. Secy  
(Agent must sign on this line)
8. 500 Washington Street, Suite 700, San Francisco, California 94111  
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS  
Huntington Place Operator, LLC - 500 Washington Street, Suite 700, San Francisco, CA 94111  
204-77411
10. 500 Washington Street, Suite 700, San Francisco, California 94111  
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

CONTINUED

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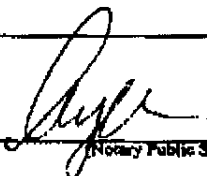
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NOTARY PUBLIC  
STATE OF CALIFORNIA

12, 500 Washington Street, Suite 700, San Francisco, California 94111

(Mailing Address of Limited Partnership)

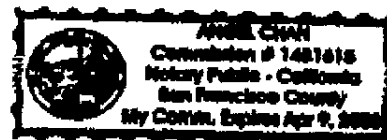
Under penalties of perjury I, being duly sworn, declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Signed this 18<sup>th</sup> day of November, 2004By: Huntington Place Operator, LLC; its General PartnerBy: Thomas Coates General Partner Curtis GardnerSTATE OF California Managing Member Managing MemberCOUNTY OF San FranciscoOn this 18<sup>th</sup> day of November, 2004Thomas Coates and Curtis Gardner personally appeared before me,☒ who is personally known to me☐ whose identity I proved on the basis of \_\_\_\_\_

(Notary Public Signature)

ANGEL CHAN

(Notary's Printed Name)



Seal

My Commission Expires April 9, 2006

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED  
PARTNERSHIP

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BEFORE ME the undersigned personally appeared Thomas Coates and Curtis Gardner  
a general partner of Huntington Place Apartments Limited Partnership, 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 \$ 5,500,000
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 5,500,000.

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 18<sup>th</sup> day of November, 2004.

By: Huntington Place Operator, LLC; its General Partner

By: Thomas Coates

Thomas Coates  
Managing Member

General Partner

Curtis Gardner  
Managing Member

STATE OF California

COUNTY OF San Francisco

On this 18<sup>th</sup> day of November, 2004.

Thomas Coates and Curtis Gardner, personally appeared before me,

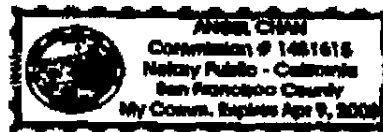
☒ who is personally known to me

☐ whose identity I proved on the basis of \_\_\_\_\_

Angel Chan  
(Notary Public Signature)

ANGEL CHAN

(Notary's Printed Name)



Seal

My Commission Expires April 9, 2008