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DIVISION OF CORPORATIONS

FOREIGN LIMITED PARTNERSHIP

WOOD CREEK AND REGENCY PARK ACQUISITION L.P.

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J. BRYAN SEP 26 2005

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

FILED
2005 SEP 23 AM 10:53
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

1. Wood Creek and Regency Park Acquisition 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 (State of Formation) 4. September 8, 2005 (Date of Formation)
5. Constantine Scurtis
(Name of Registered Agent for Service of Process)
6. c/o Newport Property Apartment Ventures, Inc., 3211 Ponce de Leon Blvd., Suite 202
(Street Address of Registered Office)
- Coral Gables (City) Florida 33134 (Zip Code)
7. Acceptance by the Registered Agent for Service of Process:
By: _____
(Agent must sign on this line)
8. 3500 South Dupont Highway, Dover, Delaware 19901
(Address of registered office required in state of formation or, if not required, address of principal office.)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS
#L05000088309
Wood Creek and Regency Park, LLC, c/o Newport Property Apartment Ventures, Inc.,
3211 Ponce de Leon Blvd., Suite 202, Coral Gables, Florida 33134
10. 3211 Ponce de Leon Blvd., Suite 202, Coral Gables, Florida 33134
(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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.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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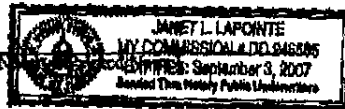
12 c/o Newport Property Apartment Ventures, Inc., 3211 Ponce de Leon Blvd.,suite 202, Coral Gables, Florida 33134

(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 23rd day of September, 2005Wood Creek and Regency Park, LLCBy: Constantine Scurtis, V.P.STATE OF FloridaCOUNTY OF Miami-DadeOn this 23rd day of September, 2005Constantine Scurtis, V.P. of General Partner, personally appeared before me,☒ who is personally known to me☐ whose identity I proved on the basis of _____

Janet L. Laporte
(Notary Public Signature)



Seal

My Commission Expires: _____

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR A FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Constantine Sourtis, V.P. of Wood Creek and Regency Park, LLC
Wood Creek and Regency Park
the ~~xx~~ general partner of Acquisition I.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 \$ 2,000,000.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 0.

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 23rd day of September, 2005

Wood Creek and Regency Park, LLC

By: Constantine Sourtis, V.P.

STATE OF Florida

COUNTY OF Miami-Dade

On this 23rd day of September, 2005

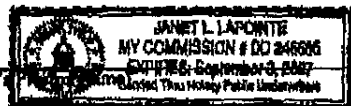
Constantine Sourtis, V.P. General Partner, personally appeared before me,

☒ who is personally known to me

☐ whose identity I proved on the basis of _____

Janet L. Lapointe
(Notary Public Signature)

(Notary)



Seal

My Commission Expires: _____