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Associated Housing Development Partners II, L.P.

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APPLICATION BY FOREIGN LIMITED PARTNERSHIP TO TRANSACT BUSINESS IN FLORIDA

- 1. ASSOCIATED HOUSING DEVELOPMENT PARTNERS II, L.P.
- 2. State or Country of Formation: Delaware.
- 3. Date of Formation: 05/01/1993.
- 4. Federal Employer Identification Number: 51-0349970.
- 5. Name of Registered Agent for Service of Process and Florida Street Address: Dudley Q. Sha Jr., 200 S. Orange Ave., Suite 800, Orlando, Florida 32801.
- 6. Acceptance of Registered Agent: SEE AGENT'S ACCEPTANCE ATTACHED HERETO A INCORPORATED HEREIN.
- Principal Address: C/O Dudiey Q. Sharp, Jr., Esq., 200 S. Orange Ave., Suite 800, Orlando, Florida 32801.
- Mailing Address: C/O Dudley Q. Sharp, Jr., Esq., 200 S. Orange Avo., Suite 800, Orlando, Florida 32801,
- 9. The limited partnership is not a limited liability limited partnership.
- 10. Number of General Partners: 1.
- 11. General Partner Information:
 - a. Name: Associated Housing Development Corp.
 - Street Address: C/O Dudley Q. Sharp, Jr., Esq., 200 S. Orange Ave., Suite 800, Orlando, Florida 32801.
 - c. Mailing Address: C/O Dudley Q. Sharp, Jr., Esq., 200 S. Orange Ave., Suite 800, Orlando, Florida 32801.
 - d. Florida Document Number: F93000003725
- 12. Effective date: Date of filing.

Attached is a certificate of existence duly authenticated, not more than 90 days prior to the delivery of this application to the Florida Department of State, by the Secretary of State or other official having custody of the entity's records in the jurisdiction under the law of which it is organized.

Signed this 28th day of December, 2012.

Signature of general partner:

Associated Housing Development Corp.

Print name: Frank McEnulty

Title: President

The individual signing this document affirm that the facts stated herein are true and the individual is aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

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ACCEPTANCE OF REGISTERED AGENT

I, Dudley Q. Sharp, Jr., hereby accept the appointment as registered agent for ASSOCIATED HOUSING DEVELOPMENT PARTNERS II, L.P. and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent. My address is 200 S. Orange Ave., Suite 800, Orlando, Florida 32801.

Dated: December 28, 2012

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Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY "ASSOCIATED HOUSING DEVELOPMENT
PARTNERS II, L.P." IS DULY FORMED UNDER THE LAWS OF THE STATE OF
DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO
FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FIRST
DAY OF DECEMBER, A.D. 2012.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE BEEN PAID TO DATE.

2336919 8300

121381986

You may verify this cortificate online at corp.delaware.gov/authver.shtml

Jeffrey W. Hullack, Secretary of State
AUTHENTICATION: 0093709

DATE: 12-21-12

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