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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

97 MAY 22 PM 12:04

SECRETARY OF STATE
DIVISION OF CORPORATIONS

Residential Apartments II, L.P.

LOSS ref.

500002189985--6

-05/23/97--01080--022

*****52.50 *****52.50

Residential Apartments II, L.P.

Partnership

500002189985--6

-05/23/97--01080--021

*****52.50 *****52.50

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☐ Amendment

☐ Merger

☒ Foreign

☐ Dissolution/Withdrawal

☐ Mark

☒ Limited Partnership *Cancellation* Annual Report

☐ Other UCC Filing

☐ Reinstatement

☐ Reservation

☐ Change of R.A.

☐ Fic. Name

☒ Certified Copy

☐ Photo Copies

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CERTIFICATE OF CANCELLATION OF REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP

Pursuant to the provisions of Section 620.174 of the Florida Uniform Limited Partnership Act, the following Certificate of Cancellation of Foreign Limited Partnership is submitted for filing.

ARTICLE 1. The name of the limited partnership is Residential Apartments II,

ARTICLE 2. If different than above, the name of the limited partnership under which its Certificate of Authority was issued in Florida is Residential Apartments II,
Limited Partnership

ARTICLE 3. The limited partnership's Certificate of Authority to conduct business in Florida was issued on March 28, 1994

ARTICLE 4. The effective date of cancellation, if different than the date of the filing of this Certificate with the Secretary of State, is _____

ARTICLE 5. The authority of the Secretary of State to accept service of process for the limited partnership with respect to causes of action arising out of the transaction of business in the State of Florida survives the filing of this Certificate and remains in effect.

ARTICLE 6. The address in the jurisdiction of organization of the limited partnership to which the Secretary of State can forward service of process is c/o The Prentice-Hall
Corporation System, Inc., 32 Loockerman Square, Suite L-100,
Dover, Delaware 19901

May 20, 1997
(Date)

AP-REGP, L.P.
By: AP-REGP Corp., Inc. General Partner

[Signature]
(Signature of general partner)

Ricardo Koenigsberger
(type/print name of signator above)

97 MAY 22 PM 4:04
SECRETARY OF STATE
DIVISION OF CORPORATIONS

State of New York

County of New York

Subscribed and sworn or affirmed before me this 20th day
of May, 19 97, by Ricardo Koenigsberger
a Vice President of AP-REGP Corp., Inc. a general partner*
of Residential Apartments II, L.P., a foreign limited partnership.

Denise Joubert
Notary Public

(NOTARIAL SEAL)

My Commission expires: 1/23/99

DENISE JOUBERT
Notary Public, State of New York
No. 01JOS038419
Qualified in Kings County
Certified in New York County
Commission Expires January 23, 19 99

* of AP-REGP, L.P., a general partner

SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 MAY 22 PM 12:04