

B96000000474

Document Number Only

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

CM

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

95 DEC 10 PM 4:02

FILED

8000002027698--8  
-12/12/96--01081--027  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

Willa Springs Apartments, L.P.

8000002027698--8  
-12/12/96--01081--026  
\*\*\*1785.00 \*\*\*1785.00

☐ Profit

☐ NonProfit

☐ Limited Liability Co.

☒ Foreign

☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

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12-10

File 2nd

Florida Department of State, Jim Smith, Secretary of State

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

1. Willis Springs Apartments, 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. California 4. December 5, 1996  
(State of Formation) (Date of Formation)

5. CT CORPORATION SYSTEM  
(Name of Registered Agent for Service of Process)

6. c/o C T 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  
George C. Romero  
(Officer must sign on this line)  
George C. Romero  
Assistant Secretary  
(Type Name and Title of Officer)

8. c/o Metric Realty, One California Street, Suite 1400, San Francisco, California 94111  
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS

WS Apartments, Inc.

SPECIFIC ADDRESS

One California Street,  
Suite 1400  
San Francisco, CA 94111

10. c/o Metric Realty, One California Street, Suite 1400, San Francisco, CA  
(Office where Names, Addresses and Contributions of Limited Partners are kept.) 94111

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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. c/o Metric Realty, One California Street, Suite 1400, San Francisco, CA  
(Mailing Address of Limited Partnership) 94111

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

96 DEC 10 PM 4:02

FILED

This 6th day of December, 1996.

Herman H. Howerton  
General Partner

Herman H. Howerton, Exec. Vice President,  
General Counsel and Secretary of WS Apartments, Inc.

STATE OF CALIFORNIA

COUNTY OF SAN FRANCISCO

THE FOREGOING instrument was acknowledged and sworn to before me this 6th day  
of December, 1996, by Herman H. Howerton\* (Name of General Partner) of

Willia Springs Apartments, L.P.

(Name of Limited Partnership), A California (State or Country) Limited  
Partnership, on behalf of the Limited Partnership.

Nancy E. MacArthur

\*Exec. VP, General Counsel &  
Secretary of WS Apartments,  
Inc.

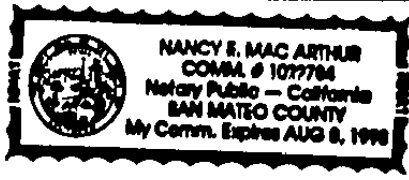
Notary Public

State of California at Large

(SEAL)

My Commission Expires:

August 8, 1998



**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

Herman H. Howerton, Exec. VP, General  
Counsel & Secretary of WS Apartments,  
BEFORE ME, the undersigned, personally appeared \_\_\_\_\_, a Inc.  
general partner of Willa Springs Apartments, L.P., a (an)  
California \_\_\_\_\_, limited partnership, hereinafter referred to as the "Partnership", who  
certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 11,385,000.00.

2. The anticipated amount of the capital contributions of the limited partners that are allo-  
cated for the purposes of transacting business in Florida is \$ 11,500,000.00

This 6th day of December, 1996.

**FURTHER AFFIANT SAYETH NOT.**

Under penalties of perjury I declare that I have read the foregoing and that the facts are true,  
to the best of my knowledge and belief.

General Partner

Herman H. Howerton

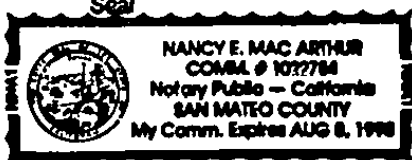
Herman H. Howerton, Exec. VP, General  
Counsel & Secretary of WS Apartments, Inc.

STATE OF CALIFORNIA  
COUNTY OF SAN FRANCISCO  
DATE December 6, 1996

BEFORE ME, the undersigned officer, a Notary Public authorized to administer oaths and to  
take acknowledgments in and for the State and County set forth above, personally appeared  
Herman H. Howerton\* (General Partner, known to me and know by me to  
be the person who executed the foregoing Affidavit of Capital Contributions, and he ack-  
nowledged to me and before me that he executed this Affidavit as General Partner of said  
partnership. \*Exec. VP, General Counsel & Secretary of WS Apartments, Inc.

IN WHITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the  
State and County aforesaid, this 6TH day of DECEMBER,  
1996.

Nancy E. MacArthur  
Notary Public



State of California at Large  
My Commission Expires:  
August 8, 1998