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City

State

Zip

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***1793.75 ***1793.75

CORPORATION(S) NAME

Mid-America Apartments of Duval, L.P.

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- NonProfit
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- Foreign
- Limited Partnership
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Florida Department of State, Jim Smith, Secretary of State

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

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1. Mid-America Apartments of Duval, 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. Tennessee 4. May 7, 1997
(State of Formation) (Date of Formation)

5. C T 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.

C T CORPORATION SYSTEM
Connie Bryan
CONNIE BRYAN (Officer must sign on this line)
SPECIAL ASSISTANT SECRETARY
(Type Name and Title of Officer)

8. 6584 Poplar, Suite 340, Memphis, TN 38138
(Address of Registered Office required in State of Formation or, if not required, Address of Principal Office.)

9. NAME OF GENERAL PARTNERS	SPECIFIC ADDRESS
Mid-America Apartment Communities, Inc. F94-4077	6584 Poplar, Ste 340, Memphis, TN 38138

10. 6584 Poplar, Ste. 340, Memphis, TN 38138
Mid-America Apartment Communities, Inc.
(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of the limited partner or limited partners until the limited partnership's registration in Florida is cancelled or withdrawn.

12. 6584 Poplar, Suite 340, Memphis, Tennessee 38138
(Mailing Address of Limited Partnership)

This 17th day of October, 1997.

Mid-America Apartments Communities, Inc.
General Partner

By: *Lynn Johnson*
Lynn Johnson, Vice-President/Secretary/
Treasurer

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State of Tennessee

County of Shelby

THE FOREGOING instrument was acknowledged and sworn to before me this 17th day of October, 1997, by Lynn Johnson (Name of General Partner) of Mid-America Apartments of Duval, L.P. (Name of Limited Partnership), A Tennessee Limited Partnership, on behalf of the Limited Partnership.

Louise J. Badger
Notary Public
State of Tennessee at Large

(SEAL)

My Commission Expires: My Commission Expires May 19, 1998

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared See 1 in Addendum, a general partner of Mid-America Apartments of Duval, L.P., a (an) Tennessee, limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:

- 1. The amount of capital contributions of the limited partners is \$ 100,226.00.
- 2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 100,226.00

This 20th day of October, 1997.

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

Lynn Johnson, VP, SECRETARY, TREASURER
Mid-America Apartment Communities, Inc.

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STATE OF Tennessee
COUNTY OF Shelby
DATE _____

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 Mid-America Apartment Communities, Inc. (General Partner, known to me and known by me to be the person who executed the foregoing Affidavit of Capital Contributions, and he acknowledged to me and before me that he executed this Affidavit as General Partner of said partnership.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20 day of October, 1997.

Louise T. Bagby
Notary Public

Seal

State of Tennessee at Large
My Commission Expires:
My Commission Expires May 19, 1998

Addendum

1. Mid-America Apartment Communities, Inc.

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