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1. FT. HYER	2S APARTMENTS L tion Name) (Dbcu	LC M9700000 772 ment #)
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Florida Department of State, Sandra B. Mortham, Secretary of State

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

(If name is unavailable, name un Florid	der which the limater in the desired desired the desired desir	nited partnership prop he word "LIMITED"	oses to register or "LTD.")	or transact b	ousiness m	
Tennessee	4	April 21, I				
(State of Formation)		(Date of Form	ation)			
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Knoxville, TN 37919 (Address of registered office) NAMES OF GENERAL PARTIES. Hyers Apartments	(Agent no.), Suite 201 required in state of NERS	of formation or, if not 813 Northshore Suite 201	STREET AL		al office.)	

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of the limited partner or limited partners until the limited partnership's registration in Florida is canceled or withdrawn.

^{**} named Registered Agent cannot be found or served with the exercise of reasonable diligence, then the Secretary of State for Florida is appointed the Registered Agent, pursuant to F.S. Sect. 620.169(4).

12. 813 Northshore Drive, Suite 201	,—
Knoxville, TN 37919	
(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.	
This 22nd day of April, 19 98 .	
This 22nd day of April , 1998 . Ft. Myers Apartments, LLC, general partner	
Joseph W. Reed, Chief Manager	
Joseph W. Reed, Chief Manager	
STATE OF TENNESSEE	
COUNTY OF KNOX	
ALL	
On this 22nd day of April , 19 98	T
Joseph W. Reed personally appeared before ng.,	17
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who is personally known to me and who acknowledged himself to be Chief Frage of Ft. Myers Apartments, LLC, General Partner of Valencia Apartments, L.P.	
whose identity I proved on the basis of	_
	-
Kandyce K. Morgan (Notary Public Signature)	
Kandyce K. Morgan (Notary's Printed Name)	
Seal My Commission Expires: May 6, 2001	

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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned personally appeared Joseph W. Reed, Chief Manager of the,
general partner of Valencia Apartments, L.P., a (an) Tennessee
limited partnership, hereinafter referred to as the "Partnership", who certifies as follows:
 The amount of capital contributions of the limited partners is \$ 990.00 The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 990.00
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.
This <u>22nd</u> day of <u>April</u> , 19 98 .
By:
On this 22nd day of April , 19 98 ,
Joseph W. Reed
Kandyce K. Morgan (Notary's Printed Name)
Seal My Commission Expires: May 6, 2001