



THE UNITED STATES
CORPORATION
COMPANY

B98000000336

ACCOUNT NO. : 072100000032

REFERENCE : 835023 4363097

AUTHORIZATION :

Patricia Piguet

COST LIMIT : \$1793.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 29 PM 12:40

ORDER DATE : May 28, 1998

ORDER TIME : 9:28 AM

ORDER NO. : 835023-015

200002540502--6

CUSTOMER NO: 4363097

CUSTOMER: Mr. Joe Ratliff
Jpi
Suite 1800
600 East Las Colina Boulevard
Irving, TX 75039

FOREIGN FILINGS

NAME: JEFFERSON ARBOUR LIMITED
PARTNERSHIP

XXXX QUALIFICATION (TYPE: LP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

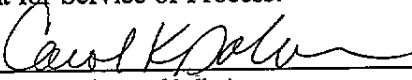
OK
5/29/98
RECEIVED
98 MAY 29 AM 10:40
DIVISION OF CORPORATION

Florida Department of State, Sandra B. Mortham, Secretary of State

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

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DIVISION OF CORPORATIONS
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1. JEFFERSON ARBOUR, LIMITED PARTNERSHIP
(Name of limited partnership as it is in the home state)
2. JEFFERSON ARBOUR, LIMITED PARTNERSHIP
(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. DELAWARE
(State of Formation)
4. MAY 28, 1998
(Date of Formation)
5. CORPORATION SERVICE COMPANY
(Name of Registered Agent for Service of Process)
6. 1201 HAYS STREET
(Street Address of Registered Office)

TALLAHASSEE, FLORIDA 32301
(City) (Zip Code)
7. Acceptance by the Registered Agent for Service of Process.

(Agent must sign on this line)
8. 600 E. LAS COLINAS BLVD., SUITE 1800, IRVING, TEXAS 75039
(Address of registered office required in state of formation or, if not required, address of principal office)
9. NAMES OF GENERAL PARTNERS STREET ADDRESS

APARTMENT COMMUNITY REALTY LLC,
A DELAWARE LIMITED LIABILITY
COMPANY

600 E. LAS COLINAS BLVD.,
SUITE 1800
IRVING, TX 75039
10. 600 E. LAS COLINAS BLVD., SUITE 1800, IRVING, TEXAS 75039
(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's is canceled or withdrawn.
12. 600 E. LAS COLINAS BLVD., SUITE 1800, IRVING, TEXAS 75039
(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 21st day of May, 1998.

JEFFERSON ARBOUR,
LIMITED PARTNERSHIP

By: APARTMENT COMMUNITY REALTY LLC,
A DELAWARE LIMITED LIABILITY
COMPANY, GENERAL PARTNER

By: [Signature]
Name: C. Christopher Harris
Title: Senior Vice President

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STATE OF TEXAS §
 §
COUNTY OF DALLAS §

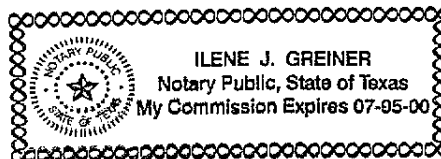
On this 21st day of May, 1998, C. Christopher Harris the
Senior V.P. of APARTMENT COMMUNITY REALTY LLC, a Delaware limited liability
company, general partner of JEFFERSON ARBOUR, LIMITED PARTNERSHIP APPEARED BEFORE ME
personally known to me, on behalf of said limited liability company and partnership.

[Signature]
(Notary Public Signature)

(Notary's Printed Name)

Seal

My Commission Expires: _____



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SECRETARY OF STATE
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AFFIDAVIT OF CAPITAL CONTRIBUTIONS FOR FOREIGN LIMITED PARTNERSHIP

BEFORE ME the undersigned C. Christopher Harris, Senior Vice President of Apartment Community Realty LLC, the sole general partner of Jefferson Arbour, Ltd., a Delaware limited partnership hereinafter referred to as the "Partnership", who certifies as follows:

1. The amount of capital contributions of the limited partners is \$ 2,000,000.00.
2. The anticipated amount of the capital contributions of the limited partners that are allocated for the purposes of transacting business in Florida is \$ 2,000,000.00.

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 21st day of May, 1998.

APARTMENT COMMUNITY REALTY LLC, a
Delaware limited liability company

By:

C. Christopher Harris
Name: C. Christopher Harris
Title: Senior Vice President

STATE OF TEXAS

COUNTY OF DALLAS

On this 21st day of May, 1998, C. Christopher Harris personally
appeared before me, ☒ who is personally known to me
☐ whose identity I proved on the bases of _____

Ilene J. Greiner
(Notary Public Signature)

My commission expires: _____

P:\4212\49\PURCHASE\FLORIDA.REG

