



F02000003925

ACCOUNT NO. : 072100000032

REFERENCE : 679162 7183023

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Piguts

FILED
02 AUG -1 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 25, 2002

ORDER TIME : 10:21 AM

ORDER NO. : 679162-010

CUSTOMER NO: 7183023

100006852701--8

CUSTOMER: Mr. David Meltzer
Charter Realty Group
12400 Wilshire Blvd
Suite 1450
Los Angeles, CA 90025

FOREIGN FILINGS

BK

NAME: NATIONAL HOMES TRUST VII, INC.

XXXX QUALIFICATION (TYPE: NP)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

RECEIVED
02 AUG -1 AM 11:42
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:

1. NATIONAL HOMES TRUST VII, INC
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)
2. DISTRICT OF COLUMBIA 3. 95-4785431
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. JANUARY 18, 2000 5. PERPETUAL
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. AUGUST 1, 2002
(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)
7. 12400 WILSHIRE BLVD, SUITE 1450, LOS ANGELES, CA 90025
(Principal office address)
12400 WILSHIRE BLVD, SUITE 1450, LOS ANGELES, CA 90025
(Current mailing address)
8. PROVIDE AFFORDABLE HOUSING TO LOW INCOME RESIDENTS
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box **NOT** acceptable)

Name: Corporation Service Company

Office Address: 1201 Hays Street

Tallahassee, Florida 32301
(City) (Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Corporation Service Company

Brian Courtney
Asst. V. Pres.
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: ARNOLD PORATH

Address: 12400 WILSHIRE BLVD, SUITE 1450
LOS ANGELES, CA 90025

Vice Chairman: STEVEN LEVENSON

Address: 2082 MICHELSON DRIVE SUITE 100
IRVINE, CA 92612

Director: MATT POND

Address: 12400 WILSHIRE BLVD, SUITE 1450
LOS ANGELES, CA 90025

Director: _____

Address: _____

B. OFFICERS

President: ARNOLD PORATH

Address: 12400 WILSHIRE BLVD, SUITE 1450
LOS ANGELES, CA 90025

Vice President: STEVEN LEVENSON

Address: 2082 MICHELSON DRIVE, SUITE 100
IRVINE, CA 92612

Secretary: DAVID MELTZER

Address: 12400 WILSHIRE BLVD, SUITE 1450, LOS ANGELES, CA 90025

Treasurer: DAVID MELTZER

Address: 12400 WILSHIRE BLVD, SUITE 1450, LOS ANGELES, CA 90025

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. [Signature]
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. DAVID MELTZER - SECRETARY / TREASURER
(Typed or printed name and capacity of person signing application)

FILED
JUN - 1 PM 1:00
SEAL STATE
TALLAHASSEE, FLORIDA

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



CERTIFICATE

FILED
02 AUG -1 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on the 18th day of January, 2000 *Articles of Incorporation of:*

NATIONAL HOMES TRUST VII, INC.

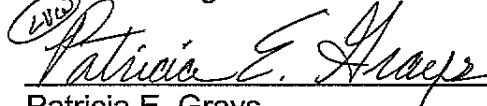
The above named corporation is duly incorporated and existing pursuant to and by virtue of the Nonprofit Corporation Act of the District of Columbia and authorized to conduct its affairs in the District of Columbia as of the date mentioned above.

WE FURTHER CERTIFY that the above entitled corporation is at the time of issuance of this certificate in Good Standing, according to the records of the Corporations Division, having filed all reports required by the District of Columbia Nonprofit Corporation Act.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this 26th day of July, 2002.

David Clark
DIRECTOR

Elizabeth O. Kim
Administrator
Business Regulation Administration



Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor