

Division of Corporations

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Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FOREIGN PROFIT QUALIFICATION

REALTY ASSOCIATES FUND VII TEXAS CORPORATION

Certificate of Status	1
Certified Copy	0
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DIVISION OF CORPORATIONS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA***IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.***1. Realty Associates Fund VII Texas Corporation**(Enter name of corporation; must include "INCORPORATED," "COMPANY," "CORPORATION,"
"Inc.," "Co.," "Corp.," "Inc.," "Co.," or "Corp.")

(If name unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

2. Texas

(State or country under the law of which it is incorporated)

3.

(FEI number, if applicable)

4.5/20/2004
(Date of incorporation)**5. Perpetual**

(Duration: Year corp. will cease to exist or "perpetual")

6. Upon filing(Date first transacted business in Florida, if prior to registration)
(SEE SECTIONS 607.1501 & 607.1502, F.S., to determine penalty liability)**7. 28 State Street, 10th Floor, Boston, MA 02109**

(Principal office address)

28 State Street, 10th Floor, Boston, MA 02109

(Current mailing address)

8. Act as General Partner of Limited Partnership

(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box NOT acceptable)Name: Corporation Service CompanyOffice Address: 1201 Hays StreetTallahassee

(City)

, Florida 32301

(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

By: [Signature]

(Registered agent's signature)

Asst. V.P.**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 business addresses of officers and/or directors:**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

A. DIRECTORS

Chairman: See List of Directors Attached.

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: See List of Officers attached

Address: _____

Vice President: _____

Address: _____

Secretary: _____

Address: _____

Treasurer: _____

Address: _____

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

13. Michael Ruane
(Signature of Director or Officer listed in number 12 of the application)

14. Michael A. Ruane, President
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

List of Officers and Directors

Really Associates Fund VII Texas Corporation

Officers:

Michael A. Ruane - Chairman of the Board and President
28 State Street, 10th Floor
Boston, MA 02109

Richard G. Egan, Jr. - Senior Vice President, Treasurer and Secretary
28 State Street, 10th Floor
Boston, MA 02109

Scott Dalrymple - Assistant Secretary
28 State Street, 10th Floor
Boston, MA 02109

Karen L. Magno - Assistant Secretary
28 State Street, 10th Floor
Boston, MA 02109

Giles A. Birch - Assistant Secretary
Exchange Place
Boston, MA 02109

Directors:

Michael A. Ruane
28 State Street, 10th Floor
Boston, MA 02109

James O. Buckingham
28 State Street, 10th Floor
Boston, MA 02109

Noci Posternak
28 State Street, 10th Floor
Boston, MA 02109

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Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Office of the Secretary of State

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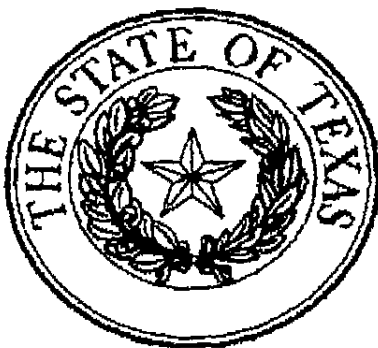
Roger Williams
Secretary of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles of Incorporation for Realty Associates Fund VII Texas Corporation (filing number: 800344678), a Domestic Business Corporation, was filed in this office on May 20, 2004.

It is further certified that the entity status in Texas is active.

In testimony whereof, I have hereunto signed my name
officially and caused to be impressed hereon the Seal of
State at my office in Austin, Texas on February 15, 2005.



Roger Williams

Roger Williams
Secretary of State

Phone: (512) 463-5555
Prepared by: SOS-WEB

Come visit us on the internet at <http://www.sos.state.tx.us/>
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