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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

08-18-09
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COVER LETTER

TO: New Filing Section
Division of Corporations

SUBJECT: CLT - III Affordable Housing Corp.
Name of Corporation – must include suffix

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Peter B. Nagel
Name of Person

Peter B. Nagel, P.C.
Firm/Company

999 Eighteenth Street

Suite 1745
Address

Denver, Colorado 80202
City/State and Zip Code

ann@spfound.org
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Peter B. Nagel at (303) 296-4840
Name of Person Area Code & Daytime Telephone Number

MAILING ADDRESS:
New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:
New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate of Status
- \$78.75 Filing Fee & Certified Copy
- \$87.50 Filing Fee, Certificate of Status & Certified Copy

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. CLT - III Affordable Housing Corp.
(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. OKLAHOMA 3. N/A
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. August 5, 1996 5. perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. has not yet conducted affairs in Florida
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 2200 Corporate Boulevard NW, Suite 302, Boca Raton, Florida 33431
(Principal office address)

2200 Corporate Boulevard NW, Suite 302, Boca Raton, Florida 33431
(Current mailing address)

8. own and operate affordable housing for low-income individuals and families
(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 **NOT** acceptable)

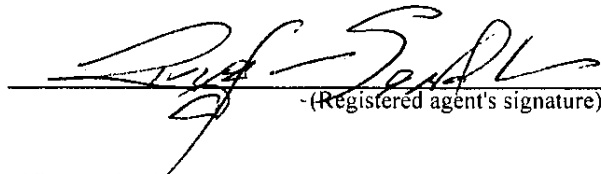
Name: Eugene Sandler

Office Address: 2200 Corporate Boulevard NW, Suite 302

Boca Raton, Florida 33431
(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.



(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.

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TALLAHASSEE, FLORIDA

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

A. DIRECTORS

Chairman: Harvey J. Polly

Address: 2200 Corporate Boulevard NW, Suite 302

Boca Raton, Florida 33431

Vice Chairman: _____

Address: _____

Director: Harriet Polly

Address: 2200 Corporate Boulevard NW, Suite 302

Boca Raton, Florida 33431

Director: Eugene Sandler

Address: 2200 Corporate Boulevard NW, Suite 302

Boca Raton, Florida 33431

B. OFFICERS

President: Harvey J. Polly

Address: 2200 Corporate Boulevard NW, Suite 302

Boca Raton, Florida 33431

Vice President: _____

Address: _____

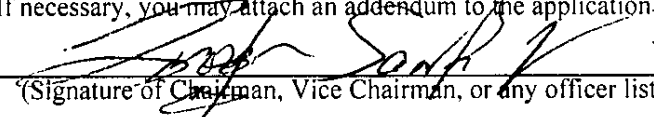
Secretary: Eugene Sandler

Address: 2200 Corporate Boulevard NW, Suite 302, Boca Raton, Florida 33431

Treasurer: Harriet Polly

Address: 2200 Corporate Boulevard NW, Suite 302, Boca Raton, Florida 33431

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

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

14. Eugene Sandler, Secretary
(Typed or printed name and capacity of person signing application)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OFFICE OF THE SECRETARY OF STATE



**CERTIFICATE OF GOOD STANDING
DOMESTIC NOT FOR PROFIT CORPORATION**

I, THE UNDERSIGNED, Secretary of State of the State of Oklahoma, do hereby certify that I am, by the laws of said state, the custodian of the records of the state of Oklahoma relating to the right of certain business entities to transact business in this state and am the proper officer to execute this certificate.

I FURTHER CERTIFY that CLT-III AFFORDABLE HOUSING CORP. whose registered agent is DOCUMENT RETRIEVAL SERVICE, INC., with its registered office at 613 SW 112TH ST OKLAHOMA CITY 73170 USA Oklahoma is a Domestic Not For Profit Corporation duly organized and existing under and by virtue of the laws of the state of Oklahoma and is in good standing according to the records of this office. This certificate is not to be construed as an endorsement, recommendation or notice of approval of the entity's financial condition or business activities and practices. Such information is not available from this office.



IN TESTIMONY WHEREOF, I hereunto set my hand and affixed the Great Seal of the State of Oklahoma, done at the City of Oklahoma City, this 11th, day of August, 2009.

M. Susan Savage

Secretary Of State