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800002785838--2  
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

W99-4622

CORPORATION(S) NAME

Partnership Apartment Investments, Inc.

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JEFFREY D. BUTTERFIELD

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 24, 1999

C T CORP

*work-in  
pick-up*

SUBJECT: PARTNERSHIP APARTMENT INVESTMENTS, INC.  
Ref. Number: W99000004622

We have received your document for PARTNERSHIP APARTMENT INVESTMENTS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must have original signatures.

A photocopy of the certificate of existence is not acceptable.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6097.

Michael Mays  
Document Specialist

Letter Number: 699A00008555

*ATTN: Michael Mays  
Please Backdate  
Thank you!*

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99 FEB 25 AM 11:42  
DIVISION OF CORPORATION

**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. PARTNERSHIP APARTMENT INVESTMENTS, INC.  
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "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.)

2. Georgia 3. 58-2083196  
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 11/23/93 5. perpetual  
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. upon filing  
(Date first transacted business in Florida. (SEE SECTIONS 607.1501, 607.1502, AND 817.155, F.S.))

7. 5600 Roswell Road, Suite 266, Prado North  
Atlanta, Georgia 30342  
(Current mailing address)

8. real estate investment  
(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)

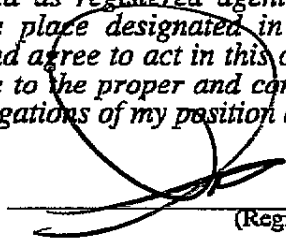
Name: C T Corporation System

Office Address: 1200 South Pine Island Road

Plantation, Florida, 33324  
(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.*

  
PETER F. SOUZA  
ASSISTANT SECRETARY  
(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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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: J. Stephen Vasen

Address: 5600 Roswell Road, Suite 266, Prado North  
Atlanta, Georgia 30342

Vice Chairman: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

Director: \_\_\_\_\_

Address: \_\_\_\_\_

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: J. Stephen Vasen

Address: 5600 Roswell Road, Suite 266, Prado North  
Atlanta, Georgia 30342

Vice President: n/a

Address: \_\_\_\_\_

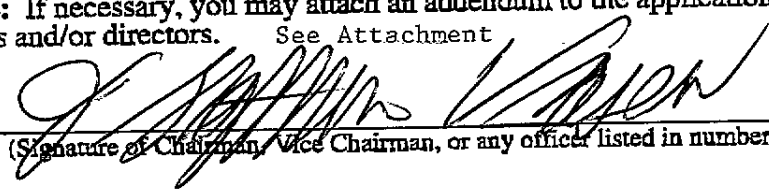
Secretary: Phyllis C. White

Address: 5600 Roswell Road, Suite 266, Prado North  
Atlanta, Georgia 30342

Treasurer: J. Stephen Vasen

Address: 5600 Roswell Road, Suite 266, Prado North  
Atlanta, Georgia 30342

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

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

14. J. Stephen Vasen - President  
(Typed or printed name and capacity of person signing application)

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ATTACHMENT TO APPLICATION BY FOREIGN CORPORATION  
FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

12. (B) Officers (cont).

Assistant Secretary: Alexander W. Suto  
5600 Roswell Road, Suite 266, Prado North  
Atlanta, Georgia 30342

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**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : K90540234  
CONTROL NUMBER : K327087  
DATE INC/AUTH/FILED: 11/23/1993  
JURISDICTION : GEORGIA  
PRINT DATE : 02/23/1999  
FORM NUMBER : 211

HUNTON & WILLIAMS  
MARIE J. WOOLDRIDGE  
600 PEACHTREE ST., STE. 4100  
ATLANTA, GA 303082216

**CERTIFICATE OF EXISTENCE**

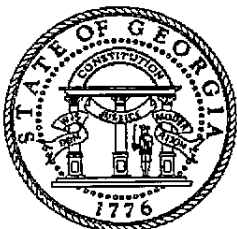
I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**PARTNERSHIP APARTMENT INVESTMENTS, INC.**  
**A DOMESTIC PROFIT CORPORATION**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



Cathy Cox  
Secretary of State

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99 FEB 24 5 11 33 PM '99