

| (Requestor's Name) (Address) (Address) (City/State/Zip/Phone #) PICK-UP WAIT MAIL (Business Entity Name) (Document Number) Certified Copies Certificates of Status Special Instructions to Filing Officer: |
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| (Address) (City/State/Zip/Phone #) PICK-UP WAIT MAIL (Business Entity Name) (Document Number) Certified Copies Certificates of Status |
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Office Use Only



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SECREDAYY OF STATE

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March 31, 2003

VIA OVERNIGHT MAIL 8390 7889 9430

Florida Department of State Registration Division / Div. Of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: FOREIGN LIMITED LIABILITY COMPANY REGISTRATION

To Whom It May Concern:

Enclosed herewith pursuant to § 608.503(1), Florida Statutes, the completed application for Southeast Apartment Partners LLC, Certificate of Designation of Registered Agent / Registered Office, Original Certificate of Existence from the Georgia Secretary of State, and your filing fees.

Please note that the additional \$70.00 shall include two (2) certified copies and two (2) Certificates of Status.

If you have any questions, please contact me at your convenience directly at (404);

442-5602. Thank you.

Chris B. Johnston

Managing Director

CBJ/ra Encl.

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

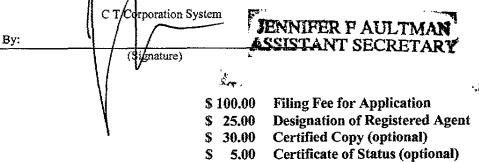
| | COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN MITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA: |
|----|---|
| 1. | Southeast Agartment Partners, LLC (Name of foreign limited liability company) |
| | |
| 2 | Georgia (Jurisdiction under the law of which foreign limited liability 3. O3 - O409950 (FEI number, if applicable) |
| 1 | company is organized) |
| 4. | (Date of Organization) 5. NA (Duration: Year limited liability company will cease to exist or "perpetual") |
| • | (Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual") |
| 6. | Business 549/ ammence April 13 2003 = 3 (Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.) |
| 7 | 3400 Reachtree Road NR, Suite 1035 |
| 7. | Atlanta, Ga 30326 |
| | (Street address of principal office) |
| 8. | If limited liability company is a manager-managed company, check here |
| 9. | The name and usual business addresses of the managing members or managers are as follows: |
| • | Chris B. Johnston, 3400 Perchtree Rd. NE, 41035, AH, Ga. |
| | |
| | 30326 |
| | Marc G. Robinson, 3400 Peachtree Rd. NE, #1035, A41, Ga. |
| | 30326 |
| | Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.) |
| 11 | . Nature of business or purposes to be conducted or promoted in Florida: Reg/ Estate |
| | Brokerige ())) |
| | - Uhlder- |
| | Signature of a member or an authorized representative of a member. |
| | (In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.) |
| | CHEIS B. JOHNSTON, MEMBER/MER. |
| | Typed or printed name of signee |

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

| 1. The name of the Limited Liability | Company is: | | |
|--|--|------------------------|-----------------|
| Southeast Apartment Partners, LLC | · <u> </u> | | <u> </u> |
| 2. The name and the Florida street ac | ldress of the registere | d agent and office are | |
| | C T Corporation System | m | 03 APR SECRE |
| | (Name) | | |
| c/o CT Corporation System, 1200 South Pine Island Road Florida street address (P.O. Box NOT ACCEPTABLE) | | | |
| Florida st | Florida street address (P.O. Box NOT ACCEPTABLE) | | |
| Plantation, | FL | 33324 | |
| | (City/State/Zip) | | |

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Secretary of State

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

DOCKET NUMBER : 030860417
CONTROL NUMBER : 0211809
DATE INC/AUTH/FILED: 03/04/2002
JURISDICTION : GEORGIA
PRINT DATE : 03/27/2003

FORM NUMBER : 211

SOUTHEAST APARTMENT PARTNERS CHRIS JOHNSTON 3400 PEACHTREE ST NE STE 1035 ATLANTA, GA 30326

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

SOUTHEAST APARTMENT PARTNERS, LLC A GEORGIA LIMITED LIABILITY COMPANY

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 abovenamed 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.



Secretary of State