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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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04 MAR 25 AM 10:58

DIVISION OF CORPORATION

Handwritten signature



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 518968 5040118

AUTHORIZATION :

COST LIMIT : \$ 130.00

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TALLAHASSEE, FLORIDA

ORDER DATE : March 24, 2004

ORDER TIME : 9:46 AM

ORDER NO. : 518968-005

CUSTOMER NO: 5040118

CUSTOMER: Ms. Patricia Reidy
Ubs Realty Investors Llc
242 Trumbull Street

Hartford, CT 06103-1212

FOREIGN FILINGS

NAME: 3901 GARDEN PLAZA APARTMENTS
INVESTORS LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Amanda Haddan -- EXT# 2955

EXAMINER: _____



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

March 25, 2004

AMANDA HADDAN
CSC
TALLAHASSEE, FL

SUBJECT: 3901 GARDEN PLAZA APARTMENTS INVESTORS LLC
Ref. Number: W04000011877

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for 3901 GARDEN PLAZA APARTMENTS INVESTORS LLC and the authorization to debit your account in the amount of \$130.00. However, the document has not been filed and is being returned for the following:

In addition to the application page and the certificate, you must please include a REGISTERED AGENT DESIGNATION PAGE.

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) 245-6914.

Buck Kohr
Document Specialist

Letter Number: 604A00019861

RESUBMIT

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TALLAHASSEE, FLORIDA

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

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

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TALLAHASSEE, FLORIDA

1. 3901 Garden Plaza Apartments Investors LLC
(Name of foreign limited liability company)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 75-3145623
(FEI number, if applicable)
4. February 10, 2004
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. c/o UBS Realty Investors LLC, 242 Trumbull St., Hartford, CT 06103-1212

(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:

UBS Realty Investors LLC, 242 Trumbull St., Hartford, CT 06103-1212

10. 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: real estate
investment title holding entity

Elizabeth A. Draghi

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.)

Elizabeth A. Draghi, Director of UBS Realty Investors LLC, its Manager

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:

3901 Garden Plaza Apartments Investors LLC

2. The name and the Florida street address of the registered agent and office are:

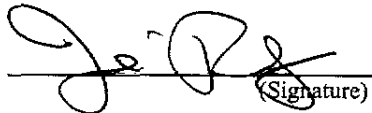
Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee FL 32301
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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.


(Signature)

Jeanine Reynolds
as its agent

\$ 100.00	Filing Fee for Application
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy (optional)
\$ 5.00	Certificate of Status (optional)

Delaware

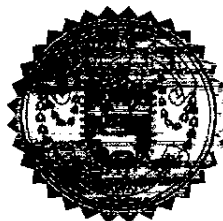
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "3901 GARDEN PLAZA APARTMENTS INVESTORS LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-FOURTH DAY OF MARCH, A.D. 2004.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "3901 GARDEN PLAZA APARTMENTS INVESTORS LLC" WAS FORMED ON THE TENTH DAY OF FEBRUARY, A.D. 2004.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3763043 8300

AUTHENTICATION: 3008890

040216321

DATE: 03-24-04