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PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING T

THIS FORM SECRETARY OF ST. 21 LIMITED LIABILITY FLORIDA DEPARTMENT OF STATE COMPANY Secretary of State REINSTATEMENT DIVISION OF CORPORATIONS DOCUMENT # 1. Limited Liability Company's Name Independence Associates GP LLC 900077690049 CR2E041 (8/05) 2. Principal Office Address 3. Mailing Office Address c/o CharterMac c/o CharterMac 4. State/Country of Formation Delaware Sulte, Apt. #. etc Suite, Apt #. etc 5. Date Organized or Qualified To Do Business in Fforfda April 19, 2004 625 Madison Avenue 625 Madison Avenue City & State City & State 6. FEI Number Applied For New York, New York New York, New York 20-0755070 Not Applicable Zio Zip Country Country 7. CERTIFICATE OF STATUS DESIRED \$5.00 Additional Fee required for a Certificate of Status 10022 USA 10022 JSA 8. Name and Address of Current Registered Agent Corporation Service Company Street Address (P.O. Box Number is Not Acceptable) 1201 Hays Street Suite. Apt. #. Elc Chy Tallahassee State Zip Code 32301-2525 9. I being appointed the registered agent of the above named limited liability company, am lamiliar with and accept the obligations of Chapter 608, F.S. **Brian Courtney** Signature of Registered Agent Date \_July 12, 2006 Asst. V. Pres REGISTERED AGENT MUST SIGN 10. Names and Street Addresses of Managing Members/Managers Street Address of Each Managing Member/Menager Name of Managing Members/Managers Titles City / State / Zip MGR RCC Manager LLC c/o CharterMac, 625 Madison Avenue New York, New York 10022 REMSTATEMENT 2005-2006 11. I certify that I am managing member/manager or the receiver or trustee empowered to execute this application as provided for in chapter 608, F.S. I further certify that when lifting this reinstatement application the reason for dissolution has been eliminated, the limited liability company name satisfies the requirements of section 608.406, F.S., and that all fees owed by the limited liability company have been paid. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath July 17, 2006 (212) 317-5700 Daytime Phone # Alan Hirmes, President of the Manager

Typed or printed name of signing Managing Member/Manager .

ACCOUNT NO. : 072100000032

REFERENCE :

AUTHORIZATION

COST LIMIT

CORPORATION SERVICE COMPANY

ORDER DATE : July 18, 2006

ORDER TIME : 3:39 PM

ORDER NO. : 249322-035 '

CUSTOMER NO: 7232404

## ANNUAL REPORT FILING

NAME: INDEPENDENCE ASSOCIATES GP LLC

XX ANNUAL REPORT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Amanda Haddan - Ext. 2955

EXAMINER'S INITIALS: