



THE UNITED STATES  
CORPORATION  
COMPANY

M9900000/271

ACCOUNT NO. : 072100000032

REFERENCE : 333286 4363097

AUTHORIZATION :

COST LIMIT : \$ 285.00

Patricia Pizito

ORDER DATE : August 6, 1999

ORDER TIME : 9:33 AM

ORDER NO. : 333286-005

600002956816--3

CUSTOMER NO: 4363097

CUSTOMER: Mr. Joe Ratliff  
Jpi  
Suite 1800  
600 East Las Colina Boulevard  
Irving, TX 75039

FOREIGN FILINGS

NAME: JEFFERSON COMMONS TAMPA GP LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

FILED  
99 AUG 11 PM 3: 11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

10580  
8-11-99

RECEIVED  
STAMPED  
10-16-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 11, 1999

CSC

SUBJECT: JEFFERSON COMMONS TAMPA GP LLC  
Ref. Number: W99000018580

We have received your document for JEFFERSON COMMONS TAMPA GP LLC and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

You must list your Federal Employer Identification Number in the appropriate block. If applied for, enter "applied for", or if not applicable, enter "N/A".

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) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 599A00040516

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99 AUG 11 11:56

**RESUBMIT**

Please give original  
submission date as file date

*please add  
a GS*

**CONSENT TO USE OF NAME**

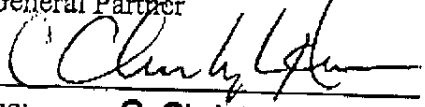
The undersigned, JEFFERSON COMMONS - TAMPA LIMITED PARTNERSHIP, a Delaware limited partnership, does hereby consent to the use of the following name by a newly-formed Delaware limited liability company:

"Jefferson Commons Tampa GP LLC"

Dated as of August \_\_, 1999.

Jefferson Commons - Tampa Limited Partnership,  
a Delaware limited partnership

By: Jefferson Commons Tampa GP LLC,  
its General Partner

By:   
Name: C. Christopher Harris  
Title: Executive Vice President

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99 AUG 11 PM 3:11

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

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

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

1. JEFFERSON COMMONS TAMPA GP LLC  
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware 3. Applied For  
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)
4. 8-3-99 5. Perpetual  
(Date of Organization) (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. 600 E. Las Colinas Blvd., Suite 1800  
Irving, Texas 75039  
(Street address of principal office)
8. List name, title, and business address of each managing member[MGRM] or manager[MGR]who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>JPI Lifestyle Apartment</u>	<u>MGRM</u>	<u>JPI Lifestyle Management,</u>	<u>MGRM</u>
<u>Communities, L.P.</u>		<u>Inc.</u>	
<u>600 E. Las Colinas Blvd.</u>		<u>600 E. Las Colinas Blvd.</u>	
<u>Suite 1800, Irving, TX</u>		<u>Suite 1800, Irving, TX</u>	
<u>75039</u>		<u>75039</u>	

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable. If the certificate in in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

**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:

JEFFERSON COMMONS TAMPA GP LLC

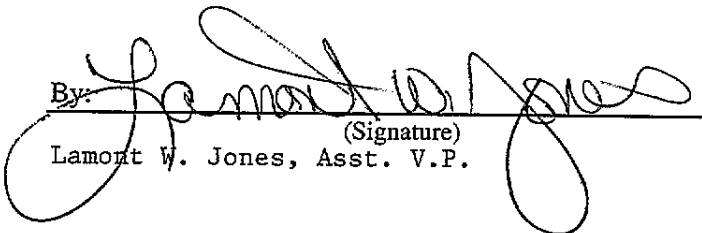
2. The name and the Florida street address of the registered agent and office are:

Corporation Service Company  
(Name)

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

Tallahassee, FL 32301  
City/State/Zip

*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.*

By:   
(Signature)  
Lamont W. Jones, Asst. V.P.

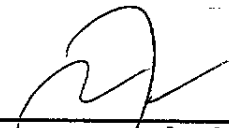
**Filing Fee: \$ 35 for Designation of Registered Agent**

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CLERK OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN  
LIMITED LIABILITY COMPANY**

The member or authorized representative of a member of \_\_\_\_\_  
JEFFERSON COMMONS TAMPA GP LLC - certifies: \_\_\_\_\_

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member(s) is \$ 100.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ \_\_\_\_\_;  
(A description of the property is attached and made a part hereto.)  
and
- 4) the total amount of cash and property contributed and anticipated to be contributed  
by member(s) is \$ 100.00.  
(This total includes amounts from 2 and 3 above.)

  
\_\_\_\_\_  
**Signature of a member or an authorized representative of a member.**  
(In accordance with section 608.408(3), Florida Statutes, the execution of this  
affidavit constitutes an affirmation under the penalties of perjury that the facts  
stated herein are true.)

\_\_\_\_\_  
Frank B. Schubert, Jr.  
Typed or printed name of signee  
Senior Executive Vice President

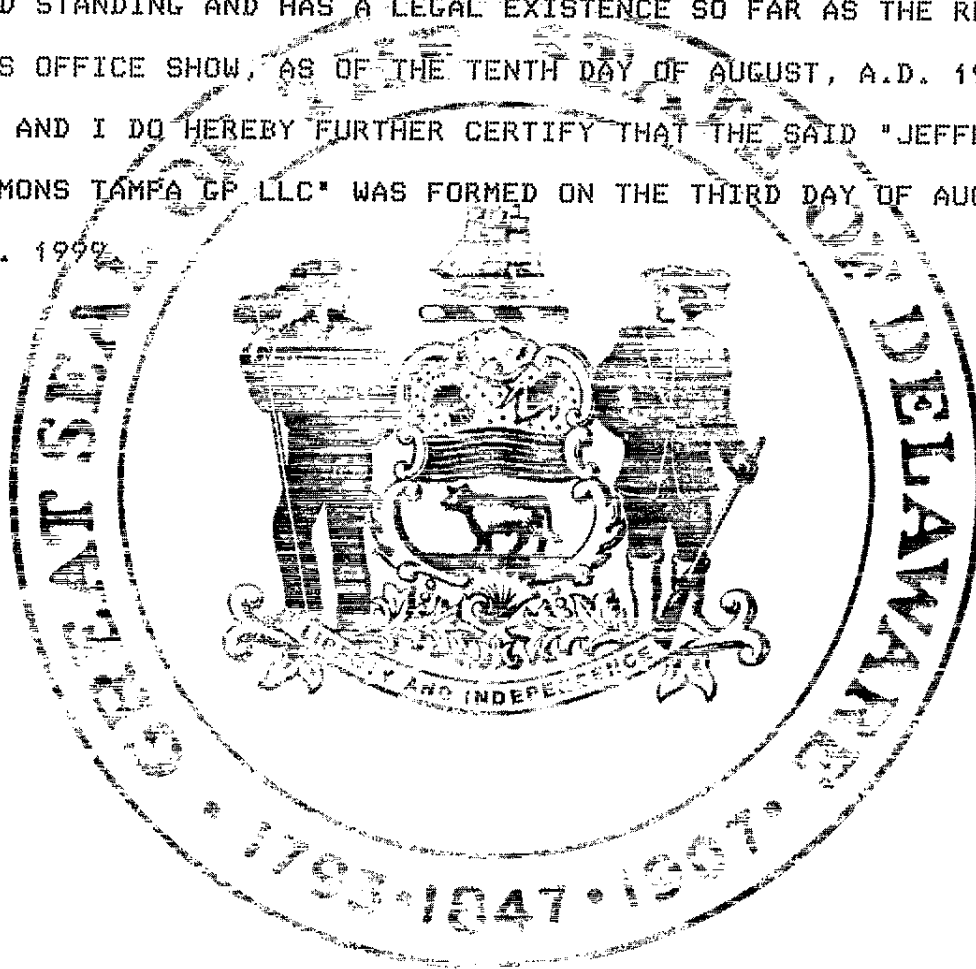
**Filing Fee: \$250.00 for Application and Affidavit**

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99 AUG 11 PM 3:11  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "JEFFERSON COMMONS TAMPA GP 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 TENTH DAY OF AUGUST, A.D. 1999.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "JEFFERSON COMMONS TAMPA GP LLC" WAS FORMED ON THE THIRD DAY OF AUGUST, A.D. 1999.



*Edward J. Freel*

Edward J. Freel, Secretary of State

3078554 8300

991332124

AUTHENTICATION:

9914129

DATE:

08-10-99