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(((H96000010071))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.  
NAME: STRATFORD VILLAGE APARTMENTS, INC.  
FAX AUDIT NUMBER: H96000010071 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 07/19/1996 TIME REQUESTED: 12:38:20  
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**ARTICLES OF INCORPORATION  
OF  
STRATFORD VILLAGE APARTMENTS, INC.**

**ARTICLE I  
CORPORATE NAME**

The name of the Corporation shall be:  
**Stratford Village Apartments, Inc.**

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**ARTICLE II  
NATURE OF CORPORATE BUSINESS**

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida. The Corporation shall acquire the project known as the Stratford Village Apartments located in Pinellas County, Florida, (the "Project"). The project shall remain the sole asset and business purpose of the corporation so long as PW Funding, Inc. and/or Federal National Mortgage Association or either of them, their successors and assigns, is the holder or owner of the mortgage on the project.

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Marc Birnbaum, Esquire  
30001 Biscayne Blvd. #400  
Miami, Florida 33108  
Tel: (305) 834-1012  
Florida Bar No.: 275034

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ARTICLE III  
CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV  
INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Marc Birnbaum, P.A.  
20801 Biscayne Boulevard  
Suite 400  
Miami, Florida 33180

The Corporation's principal office shall be

25350 U.S. Highway 19 North  
Clearwater, Florida 34623

ARTICLE V  
BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Board of Directors. However, the Corporation shall have no less than one (1) Director at any time.

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**ARTICLE VI  
INITIAL DIRECTORS**

The names and post office addresses of the first Directors of the Corporation are:

<b>NAME</b>	<b>ADDRESS</b>
Sam Herzberg	25350 U.S. Highway 19 North Clearwater, Florida 34623
Jeremiah Burstyn	4014 Chase Avenue, #217 Miami Beach, Florida 33140
Russell Galbut	4014 Chase Avenue, #217 Miami Beach, Florida 33140

**ARTICLE VII  
INCORPORATOR**

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

<b>NAME</b>	<b>ADDRESS</b>
Marc Birnbaum	20801 Biscayne Boulevard Suite 400 Miami, Florida 33180

**ARTICLE VIII  
COMMENCEMENT DATE**

Corporate existence will commence upon filing of the Articles of Incorporation. The Corporation shall not be voluntarily

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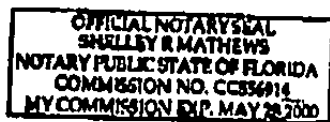
dissolved prior to February 1, 2006.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.

M. Bl. (SEAL)  
Marc Birnbaum

STATE OF FLORIDA )  
COUNTY OF DADE ) SS.

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 19 day of July, 1996 by MARC BIRNBAUM who is personally known to me.



Shelley R. Mathews  
NOTARY PUBLIC

The undersigned hereby accepts the foregoing designation as Initial Registered Agent and agrees to comply with the provisions of law applicable to said DESIGNATION.

M. Bl.  
Marc Birnbaum, P.A.

July 19, 1996

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**STRATFORD VILLAGE APARTMENTS LIMITED PARTNERSHIP**

c/o Sage Company  
1712 Hopkins Crossroad  
Minnetonka, MN 55305  
Telephone: (612) 591-1200

July 15, 1996

TO WHOM IT MAY CONCERN:

Stratford Village Apartments Limited Partnership, a Minnesota limited partnership authorized to do business in Florida, hereby consents to Stratford Village Apartments, Inc. to incorporate in the state of Florida.

**STRATFORD VILLAGE APARTMENTS LIMITED PARTNERSHIP**

By: John B. Goodman Enterprises, Inc.

Its: General Partner

By: *Dan R. Peterka*  
Dan R. Peterka, Treasurer

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