



Department of State.

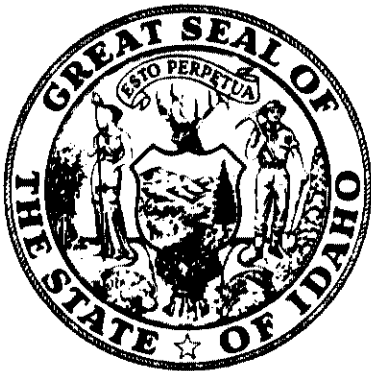
**CERTIFICATE OF REGISTRATION
OF**

WOODBINE APARTMENTS LIMITED PARTNERSHIP

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of an Application of WOODBINE APARTMENTS LIMITED PARTNERSHIP for Registration in this State, duly signed and verified pursuant to the provisions of the Idaho Limited Partnership Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Registration to WOODBINE APARTMENTS LIMITED PARTNERSHIP to transact business in this State under the name WOODBINE APARTMENTS LIMITED PART-
NERSHIP and attach hereto a duplicate original of the Application for Registration.

Dated September 14, 1987



Pete T. Cenarrusa

SECRETARY OF STATE

by: *[Signature]*

**APPLICATION FOR REGISTRATION OF
FOREIGN LIMITED PARTNERSHIP**

To the Secretary of State of the State of Idaho:

Pursuant to the provisions of Chapter 2, Title 53, Idaho Code, the undersigned Limited Partnership hereby applies for registration to transact business in your State, and for that purpose submits the following statement:

1. The name of the limited partnership is Woodbine Apartments Limited Partnership
2. The name which it shall use in Idaho is Woodbine Apartments Limited Partnership
3. It is organized under the laws of Minnesota
4. The date of its formation is June 30, 1987
5. The address of its registered or principal office in the state or country under the laws of which it is organized is c/o Brutger Companies, Inc., 1 Sunwood Drive, Box 399, St. Cloud, MN 56302
6. The name and street address of its proposed registered agent in Idaho are C T CORPORATION SYSTEM, 300 North 6th Street, Boise, Idaho 83701
7. The general character of the business it proposes to transact in Idaho is:
Develop and operate 1 129 unit apartment development in Boise, Idaho
8. The names and addresses of all general partners as well as the names and addresses of those limited partners whose contribution is equal to a greater than 5% of the total contribution of all partners.

Name	General or Limited	Address
<u>Brutger Companies, Inc.</u>	<u>General</u>	<u>1 Sunwood Drive, P.O. Box 399 St. Cloud, MN 56302</u>
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(continued on reverse)

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State of Minnesota

SECRETARY OF STATE

Certificate of Formation or Registration of Limited Partnership

I, Joan Anderson Grove, Secretary of State of Minnesota, do certify that: The following limited partnership has been formed, or in the case of a non- Minnesota limited partnership, has registered to transact business in this state, by filing the appropriate documents with the Office of the Secretary of State on this date. This limited partnership is subject to the relevant provisions of Chapter 322A.

Limited Partnership Name: Woodbine Apartments Limited Partnership

Limited Partnership Name in State of Formation: Woodbine Apartments Limited Partnership

File Number: LP-3478

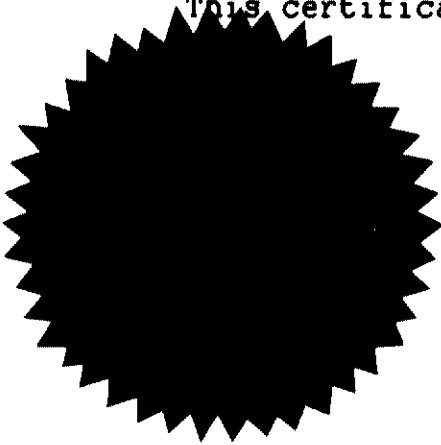
Limited Partnership Certificate Number: LP-3478

State of Formation: MN

If not formed in Minnesota, Date of Formation:

Agent for Service of Process: Brutger Companies Inc

This certificate has been issued on: 06/30/1987.



Joan Anderson Grove
Secretary of State.