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STATE OF SOUTH CAROLINA EUUNTY OF

GREENVILLE

CERTIFICATE AND AGREEMENT OF LIMITED PARTNERSHIP

7,8,5,10

We, the undersigned, being desirous of forming a limited Partnership, pursuant to the laws of the State of South Carolina, 1962 Code of Laws of South Carolina, Title 52, Section 101 et seq. as amended, and being severally and duly sworn, do hereby agree and certify as follows:

- 1. Name. The name of the firm under which the Partnership is to be conducted is Greer Apartments.
- 2. Purpose. The character of the business intended to be transacted by said Partnership is as follows: The acquisition, development, maintenance, management, leasing and sale of buildings and land located in the State of South Carolina.
- 3. Principal Office. The location of the principal place of business shall be 5775-C Peachtree-Dunwoody Road, N. E., Suite 280, Atlanta, Georgia. , 8.0. Box 11716, Eslumbi
- 4. General Partner. The name, principal place of business and contribution of the General Partner is as follows: John Laing America Inc., 5775-C Peachtree-Dunwoody Road, N. B., Suite 280, Atlanta, Georgia, contributing One Hundred and No/100 (\$100.00) Dollars, and whose interest shall be fifty (50%) per cant.
- 5. Limited Partners and their Capital Contributions. names and addresses of the Limited Partners and their contributions to the capital of the Partnership are as follows: John Laing America Inc., 5775-C Peachtree-Dunwoody Road, N. E., Suite 280, Atlanta, Georgia contributing One Hundred and No/100 (\$100.00) Dollars and whose interest shall be forty-nine (49%) per cent and Gertrude F. Aulback, 9 Northlake Road, Columbia, South Carolina contributing One Hundred and No/100 (\$100.00) Dollars and whose JAN - 5 1977 interest shall be one (1%) per cent.

CONTIFIED TO THAT AND CORRECT COPY

/S TARRED FOR AND EXPARED WITH THE
CHIGHMAL OF WORLD THIS OFFICE.

Q. Frank Show CAROLINA

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