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DONNIE S.TANKERSLEY R.H.C. FOUNTAIN IN COMPANY

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CERTIFICATE OF LIMITED PARTNERSHIP

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Pursuant to the provision of Section 1781.02 of the Ohio Acvised Code, the following information is hereby submitted by the parties desiring to form a Limited Partnership.

- 1. The name of the Partnership is FOUNTAIN INN COMPANY OF
- 2. The character of the business is the ownership, construction, management and operation of a Farmers Home Administration apartment community.
- 3. The location of the principal place of business of the Partnership is

 Fairview Street in Fountain Inn, South Carolina. The principal office of the Partnership is in the City of Columbus, Franklin County, Onio.
 - 4. The name and place of residence of each member is as collows:
 - A. GENERAL PARTNERS:

The Bernstein Group, Inc. 140 East Town Street, Suite 1010 Columbus, Ohio 43215

Richard K. Bernstein 8111 Blind Brook Court Worthington, Ohio 43085

W. Tully Johnson 11 Berryhill Road Greenville, South Carolina 29607

B. ORIGINAL LIMITED PARTNER:

Richard K. Bernstein 8111 Blind Brook Court Worthington, Ohio 43035

- 5. The term of the Partnership shall exist from the date of the recording of this Certificate until the 18th day of January, 2057, unless soon terminated by:

 (a) the withdrawal, adjudication or bankruptcy, insolvency of dissolution of the General Partners to dissolve the Partnership;

 (c) a decision of the General Partners to sell all or substantially all of the assets of the Partnership.
- 6. The Original Limited Partner has made no contribution of cash or other property to the Partnership. The Limited Partners to be admitted to the Partnership will contribute capital in an amount to be specified at the inception of construction.

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