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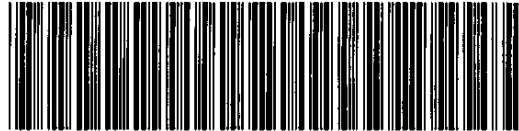
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
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Onic-Forest Edge GP, LLC

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Walk-In _____

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- _____ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- ☒ _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- _____ Cert. Copy _____
- ☒ _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

**ARTICLES OF ORGANIZATION
OF ONIC-FOREST EDGE GP, LLC
(a Florida Limited Liability Company)**

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TALLAHASSEE, FLORIDA

Orlando Neighborhood Improvement Corporation, Inc., a Florida not for profit corporation, acting as organizer of a limited liability company under the Limited Liability Company Act of the State of Florida, hereby adopts the following Articles of Organization for such limited liability company.

1. The name of the limited liability company is ONIC-Forest Edge GP, LLC ("the Company").
2. The Company will become the sole shareholder of the shares of City Water Incorporated upon the Effective Date set forth below. All shares, obligations, and other securities representing or evidencing ownership rights and all rights to acquire shares, obligations or other security interests (collectively "Ownership Rights") in and to City Water Incorporated at the Effective Date shall be and shall be deemed released and surrendered and thereafter all such Ownership Rights shall be null and void and of no further force and effect, including the right and power to exercise and enforce.
3. The mailing and street address of the principal office of the Company is: 101 South Terry Avenue, Orlando, Florida 32805.
4. The Company is to be member-managed. The sole and Managing Member is ONIC.
5. The address of the initial registered agent of the Company is Robert B. Frincke, Jr., 101 South Terry Avenue, Orlando, Florida 32805.
6. The Company shall commence legal existence as of December 29, 2006 at 12:01 a.m.
7. The purpose of the Company is to acquire by assignment all of the legal and beneficial right, title and interest of and to assume all commitments, agreements, and obligations (collectively "General Partnership Interest") of City Water Incorporated, the sole General Partner of the Limited Partnership known as FOREST EDGE, LTD., a Florida limited partnership, ("the Partnership"), and to act as the General Partner as such is defined and described in that certain limited partnership agreement dated June 12, 1992 and more commonly known as First Amended and Restated Limited Partnership Agreement for Forest Edge, Ltd., as such limited partnership from time to time may have been amended, including the Second Amendment thereto ("the Limited Partnership Agreement").
8. The Company shall become the successor, substitute sole General Partner of the Partnership on January 1, 2007 at 12:01 a.m. instantaneously after (A) that certain Assignment of Partnership Interest of the limited Partnership Interest in Forest Edge, Ltd, a Florida limited partnership, by and between Enterprise Housing Partners II, LP, a Maryland limited partnership and ONIC-Forest Edge LP LLC, a Florida limited liability company and (B) the Second Amendment to the Amended and Restated Agreement of Limited Partnership Of Forest Edge, Ltd..by and among City Water,

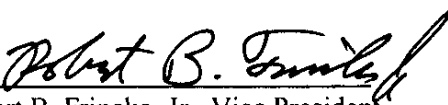
Incorporated, a Florida corporation for profit (General Partner), ONIC-Forest Edge LP, LLC, a Florida limited liability company (Substituted Limited Partner) and Enterprise Housing Partners II, LP, a Maryland limited partnership (Withdrawing Limited Partner) each become effective and operational and (C) simultaneously with the Effective Date of the Assignment by City Water Incorporated of all Ownership Rights of the General Partner of the Limited Partnership to the Company.

9. The Company may borrow money and pledge all or some of the assets of the Company for the purpose of operating and maintaining the Company and preserving its assets and may exercise all other Powers provided by Florida Statutes, provided however, any such action pursuant to the foregoing is not contrary to the Limited Partnership Agreement or will cause or result in a loss of the status of the Partnership under the laws of the State of Florida or under the provisions of the Internal Revenue Code of the United States of America.

10. Any action and/or ratification of any prior action duly approved at a meeting of the Board of Directors of Orlando Neighborhood Improvement Corporation, Inc. in accordance with its Restated Articles of Incorporation and Restated Bylaws, as each from time to time are amended, which applies in whole or in part to ONIC-Forest Edge GP, LLC shall be deemed approval and authorization of such action and/or ratification of such prior action, as the case may be, by the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization of ONIC-Forest Edge GP, LLC this 28th day of December, 2006.

Orlando Neighborhood
Improvement Corporation, Inc., a Florida not
for profit corporation

By: 
Robert B. Frincke, Jr., Vice President

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, a resident of the State of Florida, having been named the initial registered agent in the foregoing Articles of Organization of ONIC-Forest Edge GP, LLC and maintaining a business office identical to the designated registered office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with and hereby accepts the obligations of a registered agent set forth in Chapter 608,

Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as registered agent of the limited liability company.

DATED, the 28th day of December, 2006.

REGISTERED AGENT

Robert B. Frincke, Jr.
Robert B. Frincke, Jr.

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Acceptance of Appointment by Initial Registered Agent was acknowledged before me the 28 day of December, 2006 by Robert B. Frincke, Jr., who is personally known to me OR produced as identification DL # F652-762-52-087-0.

Rasheeda Smith

Notary Public

