



UCC FILING & SEARCH SERVICES, INC.
 526 East Park Avenue
 Tallahassee, Florida 32301
 (850) 681-6528

HOLD
 FOR PICKUP BY
 UCC SERVICES
 OFFICE USE ONLY

L00000011642

814643/180.00-U
 September 26, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Parkcrest Apartments, L.L.C.

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Certificate of Fictitious Name
-

Retrieval Request

- Photocopy
- Certified Copy

APPROVED AND FILED
 00 SEP 26 PM 3:17
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

100003404971 -- 7
 -09/26/00--01046--018
 *****180.00 *****180.00

100003404971 -- 7
 -09/26/00--01100--018
 *****5.00 *****5.00

<input checked="" type="checkbox"/>	NEW FILINGS
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

	AMENDMENTS
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

	OTHER FILINGS
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

	REGISTRATION/QUALIFICATION
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
 00 SEP 26 PM 12:06
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

Handwritten initials and date: 09-26-00

CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this certificate of conversion to convert to a Florida limited liability company:

FIRST: The name of the unincorporated business immediately prior to filing this document was:
PARKCREST APARTMENTS, LTD. A22281

SECOND: The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

- A. Date: March 26, 1986
- B. Jurisdiction: Florida

THIRD: The name of the limited liability company as set forth in the attached articles of organization is: **PARKCREST APARTMENTS, L.L.C.**

By: Catherine M. Banta
Catherine M. Banta, Manager

By: Bradford C. Banta
Bradford C. Banta, Manager

00 SEP 26 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the above-mentioned state and county to take acknowledgments, personally appeared Bradford C. Banta & Catherine M. Banta, as Managers of the limited liability company, they are known to me to be the person described in and who executed the foregoing instrument or who have produced a Florida driver's license as identification and acknowledged before me that she executed the same.

Witness my hand and official seal in the above-mentioned county and state this 25 day of September, 2000.

Brendan A. Barry
Name: BRENDAN A. BARRY
Notary Public, State of Florida
My commission expires: _____

 Brendan A. Barry
MY COMMISSION # CC681783 EXPIRES
September 18, 2001
BONDED THRU TROY FAIN INSURANCE, INC

ARTICLES OF ORGANIZATION
OF
PARKCREST APARTMENTS, L.L.C.

ARTICLE I
NAME

The name of the limited liability company shall be Parkcrest Apartments, L.L.C.

ARTICLE II
MAILING AND STREET ADDRESS

The mailing address and the street address of the limited liability company is 4050 Northeast 1st Avenue, Suite 117, Oakland Park, Florida 33334. The limited liability company shall also have the power and authority to establish branch offices at such place or places both within and without the State of Florida as may be designated by the members.

ARTICLE III
DURATION

The limited liability company shall exist perpetually.

ARTICLE IV
MANAGEMENT AND MEMBERS

The management of the limited liability company is reserved to its managers.
The names and addresses of the managers are:

Catherine M. Banta
4050 Northeast 1st Avenue, Suite 117
Oakland Park, Florida 33334

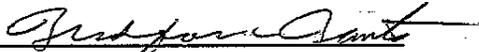
Bradford C. Banta
4050 Northeast 1st Avenue, Suite 117
Oakland Park, Florida 33334

00 SEP 26 PM 3:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Acceptance of Appointment by Registered Agent

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned does hereby accept the appointment as registered agent on which process may be served within the State of Florida for the proposed Florida Limited Liability Company named in the foregoing Articles of Organization.

By: 
Bradford C. Banta

APPROVED
AND
FILED
00 SEP 26 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA