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DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017
Reference: _____
(Sub Account)
Date: January 7, 2004
Requestor Name: Carlton Fields
Address: Post Office Drawer 190
Tallahassee, Florida 32302
Telephone: (850) 224-1585
Contact Name: Joan Perrenot (x 243)

Corporation Name:

Pagan Crossings Unit One
Unit Two

Entity Number:

Authorization:

J Perrenot

☒ Articles of Merger
Certif. of 2nd Amendment
Certified Copy

☒ Art. of Merger
Certif. of 2nd Amend.
New Filings

Fictitious Name

Plain Stamped Copy

Amendments

Certificate of Status

Annual Report

Registration

(X) Call When Ready

(X) Call if Problem

() After 4:30

(X) Walk In

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Client: Dennis

Matter: 81317

Name: Dennis

Office: _____

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CERTIFICATE OF SECOND AMENDMENT
OF ARTICLES OF ORGANIZATION

04 JAN -7 AM 8:53
OF CAGAN CROSSINGS UNIT TWO, L.L.C.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
I HEREBY CERTIFY THAT:

FIRST: This amends the Articles Of Organization (the "Articles") of CAGAN CROSSINGS UNIT TWO, L.L.C., a Florida limited liability company (the "Company"), to expand the single purpose of the Company to permit it to own Ridgpointe Apartments Phase 2-A ("Phase 2-A") in addition to its present ownership of Ridgpointe Apartments Phase 2-B ("Phase 2-B"), such to be the direct result of a merger of the present owner of Phase 2-A with Company as the present owner of Phase 2-A, with the Company being the surviving entity and, therefore, owning both Phase 2-A and Phase 2-B after the merger.

SECOND: The Articles were filed with the Florida Department of State on June 18, 2001, and a Certificate Of Amendment was subsequently filed with the Florida Department of State on June 22, 2001.

THIRD: Article 3 of the Articles previously provided as follows:

ARTICLE 3. - SINGLE PURPOSE

The Company's business and purpose shall consist solely of the acquisition, development, ownership, operation, and management of the real estate project initially known as Ridgpointe Apartments Phase 2B, located on the Westerly side of US #27, about one mile North of US #192, in Lake County, Florida (the "Property") and such activities as are necessary, incidental or appropriate in connection therewith.

FOURTH: Article 3 of the Articles, as amended hereby, will now provide as follows:

ARTICLE 3. - SINGLE PURPOSE

"The Company's business and purpose shall consist solely of the acquisition, development, ownership, operation, and management of a two-phase real estate project known as Ridgpointe Apartments Phase 2-A and Phase 2-B located on the Westerly side of U.S. #27 about one mile North of U.S. 192 in Lake County, Florida (the "Property"); and such activities as are necessary, incidental, or appropriate in connection therewith."

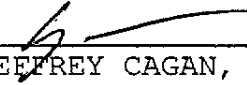
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IN WITNESS WHEREOF, this Certificate Of Second Amendment Of Articles Of Organization has been duly executed by the sole member of the Company and is being filed in accordance with Section 608.411, Florida Statutes, this 5th day of December, 2003.

CAGAN CROSSINGS LTD., a Florida
Limited Partnership

By: CAGAN CROSSINGS HOLDING, INC.,
a Florida corporation, as its
sole General Partner

By: 
JEFFREY CAGAN, as its President
(Corporate Seal)