

3225 Aviation Avenue = PH Suite = Coconut Grove, FL 33133 = Tel: 305.860.8188 = Fax: 305.860.8308 = www.HousingTrustGroup.com

L0200003213

January 22, 2002

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re: The Special Members at San Luis, LLC

Dear Sir/Madam:

Enclosed for filing please find Articles of Organization for The Special Members at San Luis, LLC along with the filing fee of \$125.00. Kindly date stamp the enclosed copy of the document and return it to my attention with a letter of acknowledgment.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Arlene Wildenburg

/aw

Enclosures

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE 1 - Name:

The name of the Limited Liability Company is:

The Special Members at San Luis, LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

3225 Aviation Avenue, Suite 700, Coconut Grove, FL 33133

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Randy Rieger, c/o Housing Trust Group, Inc.

Name

3225 Aviation Avenue, Suite 700

Florida street address (P.O. Box NOT acceptable)

Coconut Grove FL 33133

City, State, and Zip

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

Registered Agent's Signature

Article IV - Management (Check box if applicable.)

The Limited Liability Company is to be managed by one manager or more manage therefore, a manager - managed company.

(An additious) article must be added if an effective date is requested

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penelties of perjury that the facts stated herein are true.)

Stewart Marcus, as President of JAG Investors, Inc., the General Partner of JAG Ventures, Ltd., a Manager

Typed or printed name of signee

Filling Fees:

\$100.00 Filing Fee for Articles of Organization

\$ 25.00 Designation of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)