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Account Name : OSSINSKY & CATHCART, P.A.  
Account Number : I20010000178  
Phone : (407) 629-2484  
Fax Number : (407) 629-4429

**LIMITED LIABILITY COMPANY**

**GINGER RIDGE APARTMENTS, L.L.C.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 1        |
| Page Count            | 06       |
| Estimated Charge      | \$155.00 |

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**ARTICLE VI  
REGULATIONS AND OPERATING AGREEMENT**

The management and affairs of the Company will be conducted in accordance with the Operating Agreement of the Company adopted by the Members, as the same may from time to time be amended in accordance with the terms thereof.

**ARTICLE VII  
TERMINATION OF MEMBERSHIP  
AND CONTINUANCE OF BUSINESS**

The Company will not be dissolved upon the retirement, resignation or expulsion of a Member, or any other occurrence which terminates a Member's membership in the Company, unless the Members, other than the affected Member, vote unanimously that the Company be dissolved and liquidated.

**ARTICLE VIII  
PURPOSE**

The Company is organized solely to own and manage an apartment complex, and to engage in such other lawful activities as are reasonably necessary, convenient, or incidental to that purpose.

**ARTICLE IX  
TITLE TO COMPANY PROPERTY**

All property owned by the Company shall be owned by the Company as an entity and, insofar as permitted by applicable law, no Member shall have any ownership interest in any Company property in its individual name or right, and each Member's interest in the Company shall be personal property for all purposes.

**ARTICLE X  
EFFECT OF BANKRUPTCY,  
DEATH OR INCOMPETENCE OF A MEMBER**

The bankruptcy, death, dissolution, liquidation, termination or adjudication of incompetence of a Member will not cause the termination or dissolution of the Company and the business of the Company will continue. Upon any such occurrence, the trustee, receiver, executor, administrator, committee, guardian or conservator of such Member will have all the rights of such member for the purpose of settling or managing its estate or property, subject to satisfying conditions precedent to the admission of such assignee as a substitute Member. The transfer by such trustee, receiver, executor, administrator, committee, guardian or conservator of any Units (as defined in the Operating Agreement) will be subject to all of the restrictions, hereunder to which such transfer

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would have been subject if such transfer had been made by such bankrupt, deceased, dissolved, liquidated, terminated or incompetent Member.

**ARTICLE XI  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 210 N. Wymore Road, Winter Park, FL 32789 , and the name of the initial registered agent of the Company at that address is Marc P. Ossinsky.

IN WITNESS WHEREOF, I have hereunto subscribed my name this \_\_\_\_ day of July, 2002.

  
\_\_\_\_\_  
DAVID H. JOHNSTON, Member

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, *Florida Statutes*, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

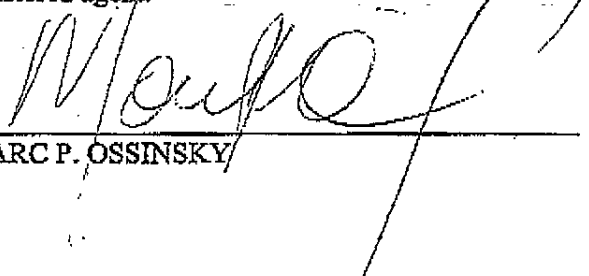
1. The name of the limited liability company is: GINGER RIDGE APARTMENTS, L.L.C.
2. The name and the Florida street address of the registered agent and office are:

Marc P. Ossinsky  
210 N. Wymore Road  
Winter Park, FL 32789

  
\_\_\_\_\_  
DAVID H. JOHNSTON, Member

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.

Dated this 18<sup>th</sup> day of July, 2002.

  
\_\_\_\_\_  
MARC P. OSSINSKY

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION**

The undersigned Members of GINGER RIDGE APARTMENTS, L.L.C., depose and say:

1. GINGER RIDGE APARTMENTS, L.L.C., a Florida limited liability company (the "Company") has at least one (1) Member.

2. The total amount of cash contributed by the Members of the Company is approximately \$100,000.00.

3. The agreed value of property other than cash to be contributed by Members of the Company is approximately \$0.

4. The total amount of cash and property anticipated to be contributed by Members of the Company is \$100,000.00.

David H. Johnston  
DAVID H. JOHNSTON, Member

(In accordance with Section 608.408(3), *Florida Statutes*, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, the undersigned authority duly authorized to administer oaths, personally appeared DAVID H. JOHNSTON, who by me first being duly sworn, deposes and says that he/she has read the above and foregoing and that the facts as stated herein are true and correct, and who is personally known to me or has produced \_\_\_\_\_ as identification.

Sworn to and subscribed before me this 17 day of July, 2002.



Tami L. Austin  
My Commission DD000011  
Expires May 15, 2006

Tami L. Austin  
Print Name:  
Notary Public  
My Commission Expires:

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