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LAW OFFICES OF ARTHUR C. KOSKI, P.A.

ATTORNEYS AT LAW  
EUROBANK BUILDING, STE. 200  
568 YAMATO ROAD  
BOCA RATON, FLORIDA 33431

FILED  
02 AUG 16 PM 12:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FRANK J. BADACH, ESQ.

TELEPHONE (561) 362-9800  
TELECOPIER (561) 362-9870

VIA FED EX

July 15, 2002

Secretary of State  
State of Florida  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

500007168815--9  
-08/16/02--01049--013  
\*\*\*\*160.00 \*\*\*\*160.00

Re: Seaview Apartments, LLC

Dear Representative:

Enclosed please find the following papers to incorporate:

AL

1. Original Articles of Organization for Florida Limited Liability Company for Seaview Apartments, LLC, and Designation of Registered Agent;
2. One (1) copy;
3. Check for \$160.00 (Filing Fee; Registered Agent; Certified Copy and Certificate Of Status)
4. Stamped self-addressed envelope.

Please file the Articles of Organization and Designation of Registered Agent, and return one Certified-Stamped copy and Certificate of Status to the undersigned.

Thank you for your cooperation.

Very truly yours,

*Sandra M. Estner*  
Sandra M. Estner  
Assistant to Frank J. Badach

Encl.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

**ARTICLE I - NAME**

The name of the Limited Liability Company is Seaview Apartments, LLC

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 301 Yamato Road, Suite 1100, Boca Raton, Florida 33431

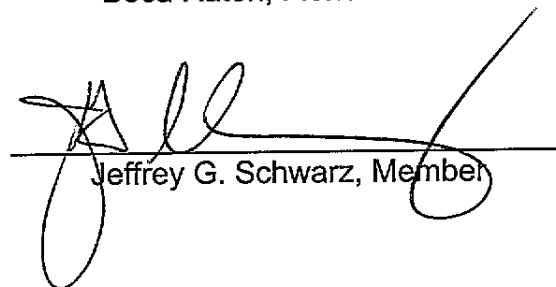
**ARTICLE III - DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be managed by a member and the name and address of the Managing Member is:

JEFFREY G. SCHWARZ  
301 Yamato Road  
Suite 1100  
Boca Raton, Florida 33431



Jeffrey G. Schwarz, Member

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

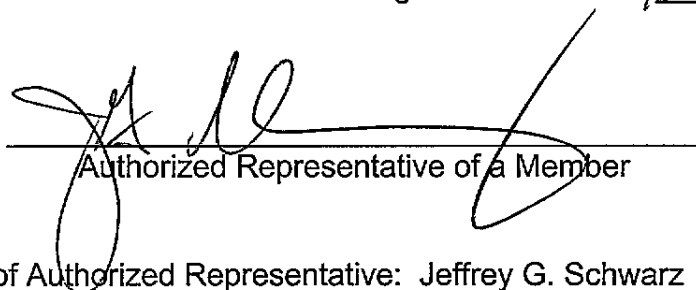
The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: Members may admit additional members upon majority agreement of current members.

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## ARTICLE VI-MEMBERS RIGHT TO CONTINUE BUSINESS

The death, retirement, resignation, expulsion, bankruptcy or dissolution of any member, or the occurrence of any event which terminates the continued membership of a member of this limited liability company, shall terminate this company, unless the remaining members shall unanimously agree to continue the business of the company, in which event, this company shall not so terminate.

IN WITNESS WHEREOF, the undersigned representative of a Member has executed these Articles of Organization on this 15th day of August 2002.

  
\_\_\_\_\_  
Authorized Representative of a Member

Printed Name of Authorized Representative: Jeffrey G. Schwarz

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## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida.

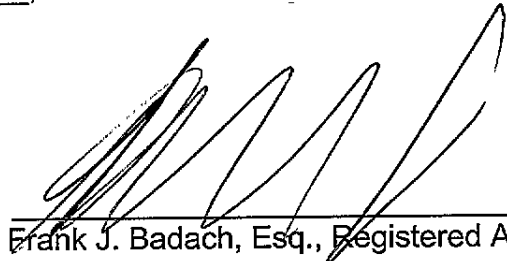
1. The name of the limited liability company is Seaview Apartments LLC
2. The name and address of the registered agent and office is:

Jeffrey G. Schwarz  
301 Yamato Road  
Suite 1110  
Boca Raton, Florida 33431

## ACKNOWLEDGEMENT

Having been named 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: August 15, 2002

  
\_\_\_\_\_  
Frank J. Badach, Esq., Registered Agent

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