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LIMITED LIABILITY COMPANY

randall apartments #2, llc

Certificate of Status	0
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ARTICLES OF ORGANIZATION
RANDALL APARTMENTS # 2 LLC
A FLORIDA LIMITED LIABILITY COMPANY

The undersigned member adopts the following Articles of Organization pursuant to the provisions of the Florida Limited Liability Company Act (the "Act").

ARTICLE I
NAME OF COMPANY

The name of the limited liability company is Randall Apartments # 2 LLC (the "Company").

ARTICLE II
PERIOD OF DURATION

The Company's existence shall be perpetual.

ARTICLE III
PRINCIPAL OFFICE & MAILING ADDRESS:

The address of the Company's principal office and mailing address is as follows:

11089 Nashville Dr.
Cooper City, Florida 33026

ARTICLE III
REGISTERED OFFICE AND AGENT

The name and address of the Company's initial registered agent in the State of Florida is as follows:

Kenneth Schurr
3001 Ponce de Leon Blvd. # 262
Coral Gables, Florida 33134

ARTICLE IV
REQUIREMENTS FOR ADMISSION OF

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**ARTICLE V
DISSOLUTION AND RIGHT TO
CONTINUE BUSINESS**

The Company shall be dissolved upon the first to occur of the following:

- (a) The unanimous written consent of all the Company's members;
- (b) The death, retirement, resignation, expulsion, dissolution or bankruptcy of a member, or any other event which terminates the membership of a member in the Company, unless within ninety (90) days after such event a majority in interest of all of the remaining members agree in writing to continue the business of the Company.

**ARTICLE VI
MANAGEMENT**

The Company will be managed by one manager in accordance with the Company's regulations. The name and business address of the initial manager who shall serve until the first annual meeting of members or until their successors are elected and qualified is:

<u>NAME</u>	<u>ADDRESS</u>
Paul Manno	11089 Nashville Dr. Cooper City, Florida 33026

**ARTICLE VII
PURPOSE**

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to the Act.

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[signatures on next page]

IN WITNESS WHEREOF, THE FOLLOWING MEMBER HAS EXECUTED THESE
ARTICLES OF ORGANIZATION ON THIS 2 DAY OF October, 2002.

Paul Manno
Paul Manno

STATE OF FLORIDA }
COUNTY OF MIAMI-DADE } SS

Before me personally appeared Paul Manno, who is known to me to be the person
who executed the foregoing articles of organization on behalf of Randall Apartments # 2
LLC.

In witness whereof, I have hereunto set my hand and seal on this 2 day of
October, 2002.

Kenneth B Schurr
My Commission CC882559
Expires December 06, 2003



Kenneth B Schurr
Notary Public, State of Florida
Print Name:

My commission expires _____

Kenneth B Schurr

My Commission CC882559

Expires December 06, 2003

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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

Kenneth Schurr
3001 Ponce de Leon Blvd. # 262
Coral Gables, Florida 33134

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.


Kenneth Schurr
Dated: October 2, 2002

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