

MAR-27-2003 THU 04:11 PM

FAX NO.

P. 01

Division of Corporations

Page 1 of 2

L03000011140

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H03000093207 6)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : I19980000090
Phone : (407) 839-4200
Fax Number : (407) 839-4267

FILED
03 MAR 28 AM 8:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DKL

RECEIVED

03 MAR 28 AM 7:56

DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY
THE LAKES AT NORTHRIDGE ASSOCIATES, L.L.C.

FILED
03 MAR 27 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

**ARTICLES OF ORGANIZATION
OF**

THE LAKES AT NORTHRIDGE ASSOCIATES, L.L.C.

The undersigned acting as the organizer of THE LAKES AT NORTHRIDGE ASSOCIATES, L.L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is THE LAKES AT NORTHRIDGE ASSOCIATES, L.L.C. (the "Company").

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, Florida 33133.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by its Members, unless and until one or more managers are appointed in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

ARTICLE VII - Initial Registered Agent and Office:

The initial registered agent for the Company shall be Housing Trust Group of Florida, L.L.C., and the street address of the Company's initial registered office is 3225 Aviation Avenue, Suite 700, Coconut Grove, Florida 33133.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IX - Indemnification:

Each individual or entity who is or was a member or manager of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member or manager of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

MAR-27-2003 THU 04:32 PM

FAX NO.

P. 04
Fla. Dept. of State
Electronic Filing
Audit # H03000093207 6

IN WITNESS WHEREOF, the undersigned Members have executed these Articles of
Organization as of this 26 day of March, 2003.

MEMBERS:

JAG VENTURES, LTD., a Florida limited partnership,

By: JAG Investors, Inc., a Florida corporation,
its general partner

By: Stewart I. Marcus
Stewart I. Marcus, President

RANDY E. RIEGER, individually

Randy E. Rieger

FILED
MAR 27 AM 8:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR-27-2003 THU 04:32 PM

FAX NO.

P. 05
Fla. Dept. of State
Electronic Filing
Audit # H03000093207 6

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is THE LAKES AT NORTHRIDGE ASSOCIATES, L.L.C.

2. The name and address of the registered agent and office is:

HOUSING TRUST GROUP OF FLORIDA, L.L.C.
3225 Aviation Avenue, Suite 700
Coconut Grove, Florida 33133

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.

HOUSING TRUST GROUP OF FLORIDA, L.L.C.,
a Florida limited liability company

By: 

Randy E. Rieger, President

Dated this 26 day of March, 2003.