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(Requestor's Name)

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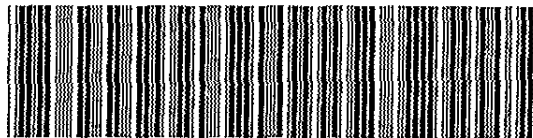
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LAW OFFICES
**ALAN E.
GREENFIELD**, A Professional Association

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Roy R. Lustig, Esq.
Of Counsel

April 10, 2003

Secretary of State
Division of Corporations
Corporate Records Bureau
Room 2001, The Capitol
Tallahassee, Florida 32301

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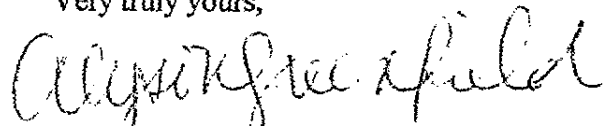
Re: Marlyn Management Properties, LLC
Flagler Terrace Apartments, LLC
AGSV Apartments, LLC

Dear Madam/Sir:

Please find enclosed the original and copy of the fully executed Articles of Organization for Marlyn Management, L.L.C., Flagler Terrace Apartments, L.L.C., and AGSV Apartments, L.L.C., together with my check payable to your order in the sum of \$375.00 to cover the cost of filing the Articles and the registered agent's fee.

As usual, thanks for you prompt and efficient service.

Very truly yours,


Alyson E. Greenfield

encl.: (as stated)

**ARTICLES OF ORGANIZATION
OF
FLAGLER TERRACE APARTMENTS, L.L.C.**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter (608).

1. **Name:** The name of the limited liability company is FLAGLER TERRACE APARTMENTS, L.L.C. ("Company").
2. **Mailing and Street Addresses:** The Company's principal mailing and street address is 9150 S.W. 87th Avenue, Suite #205, Miami, Florida 33176.
3. **Duration:** The Company shall exist from the date of filing these Articles with the Florida Department of State until the occurrence of any of the events specified in the Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
4. **Management:** The management of the Company is reserved to the members. The following person will initially be the managing member:

Stewart A. Greenstein
9150 SW 87th Avenue
Suite #205
Miami, Florida 33176
5. **Additional Members:** Additional members to the Company may be admitted, but only if all the current members agree to the admission of the additional members and to the terms of admission.
6. **Members Rights to Continue Business:** If a member of the Company dies, retires,

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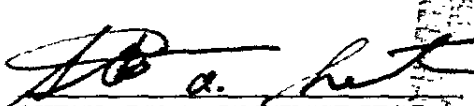
resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may, by unanimous written agreement, continue the business of the Company.

7. **Registered Agent and Office:** The name of the initial registered agent of the Company is Alyson E. Greenfield, Esq. The street address of the initial registered agent of the company is 15105 NW 77 Avenue, Suite #303, Miami Lakes, Florida 33014.

8. **Regulations:** The members, by majority action, shall have the power to adopt, alter, amend or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

9. **Date of Existence of the Company:** The existence of the Company shall commence on the date of the filing the Articles of Organization by the Florida Department of State.

The undersigned executed these Articles of Organization on this 8th day of April, 2003.


STEWART A. GREENSTEIN
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the below referenced limited liability company has designated in its Articles of Organization its Registered Agent/Registered Office, in the State of Florida.

1. The name of the limited liability company is: Flagler Terrace Apartments, L.L.C.
2. The name of the Registered Agent and the Registered Office is:

Alyson E. Greenfield, Esq.
15105 NW 77 Avenue
Suite #303
Miami Lakes, Florida 33014

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 12th day of April, 2003.


Alyson E. Greenfield, Esq.