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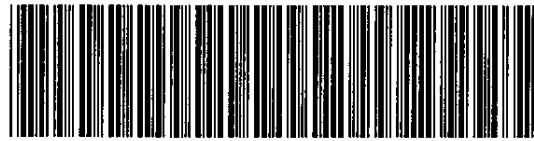
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



January 17, 2007

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

**Re: OLCDC Westview Terrace, LLC
Document Number: L04000004311**

Dear Sir/Madam

Enclosed are the "Second Amended and Restated Articles of Organization" for the above mentioned Florida limited liability company. Please record this document in your official records. Also enclosed is \$35 check to cover the filing fee.

Contact me if you need assistance.

Sincerely Yours.

Willie Logan,
President

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TALLAHASSEE, FLORIDA

**SECOND AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
OF
OLCDC Westview Terrace, LLC**

State of Florida Document Number: L04000004311

INTRODUCTORY PARAGRAPH: The original Articles of Organization for this Company were filed on January 12, 2004. The Articles of Organization were Amended and Restated on August 1, 2005. Now, the Articles of Organization are again being Amended and Restated

These Second Amended and Restated Articles of Organization have been duly executed and are being filed in accordance with the requirements outlined in Section 608.411, Florida Statutes. The original Articles of Organization (as previously Amended and Restated) are hereby amended and restated to read as follows:

ARTICLE I - Company Name: The name of the Company is: OLCDC Westview Terrace, LLC

ARTICLE II - Mailing Address: The mailing address of this Company is:

C/O Opa-locka CDC
490 Opa-locka Blvd., Suite 20
Opa-locka , FL 33054

ARTICLE III - Street Address - The street address of the principal office of the Company is:

490 Opa-locka Blvd., Suite 20
Opa-locka , FL 33054

ARTICLE IV - Registered Agent: The registered agent and the street address of the registered agent of this Company in the State of Florida shall be:

John M. Little, Esq.
Legal Services of Greater Miami, Inc.
3000 Biscayne Blvd., Suite 500
Miami, FL 33137

ARTICLE V - Members: There shall be only one and only one Member of this Company. The sole Member of this Company shall at all times be Opa-locka Community Development Corporation which is exempt under Section 501(c)(3) of the United States Internal Revenue Code.

ARTICLE VI - Management: The Company shall be managed by its sole Member, Opa-locka Community Development Corporation, Inc.

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ARTICLE VII - Purposes: This Company is nonprofit and is organized for the exclusive nonprofit purpose of holding title to property, collecting income therefrom, and turning over the entire amount thereof, less expenses, to its sole Member Opa-locka Community Development Corporation, Inc., a Florida nonprofit corporation which is recognized as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986.

As such, this Company is organized and operated for purposes within the meaning of Section 501(c)(2) of the Internal Revenue Code.

ARTICLE VIII - Dissolution: Upon winding up and dissolution of the Company any assets remaining after payment of all debts and liabilities shall be distributed to Opa-locka Community Development Corporation but if the that corporation has already been dissolved then to another organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable purposes. If the Company holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Company's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

IN WITNESS WHEREOF, the undersigned sole member of the Company whereby executes the foregoing Amended and Restated Articles of Organization on the date indicated.

Member: Opa-locka Community Development Corporation, Inc.

By: Willie Logan
Willie Logan, President

Date: _____

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TALLAHASSEE, FLORIDA

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CERTIFICATE ACCEPTING DESIGNATION AS AN AGENT UPON
WHOM SERVICE OF PROCESS WITHIN THIS STATE MAY BE SERVED

The following is submitted pursuant to Section 608.415 of the Florida Statutes:

Having been appointed registered agent of OLCDC Westview Terrace, LLC, in its Amended and Restated Articles of Organization, at the place designated therein, the undersigned hereby agrees to act in this capacity and affirms that he is familiar with, and accepts, the obligations of such position.

John M. Little
John M. Little, Esq.

Date: January 16, 2007