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LIMITED LIABILITY COMPANY

BAYPORT COLONY APARTMENTS LLC

Certificate of Status	1
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
BAYPORT COLONY APARTMENTS LLC**

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be: BAYPORT COLONY APARTMENTS LLC.

ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be Altman Development Corporation, 1515 N. Federal Highway, Suite 300, Boca Raton, Florida 33432, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 7777 Glades Road, Suite 300, Boca Raton, Florida 33434. The initial registered agent at that address is Jeffrey A. Deutch, P.A.

ARTICLE IV

The limited liability company will be a manager-managed company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 20 day of January, 2004.

THE PRESERVE AT BAYPORT LLC,
Member

By: Altman Development Corporation, a
Michigan corporation, Member

By: 

Name: TIMOTHY A. PETERSON

Title: CHIEF FINANCIAL OFFICER

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**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.

FIRST -- The name of the limited liability company is BAYPORT COLONY APARTMENTS LLC.

SECOND -- The name and address of the registered agent and office is:

Jeffrey A. Deutch, P.A.
Broad and Cassel
7777 Glades Road, Suite 300
Boca Raton, Florida 33434

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 20th day of January, 2004.

JEFFREY A. DEUTCH, P.A.,
a Florida corporation

By: 

Jeffrey A. Deutch, President

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