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(Requestor's Name)

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(City/State/Zip/Phone #)

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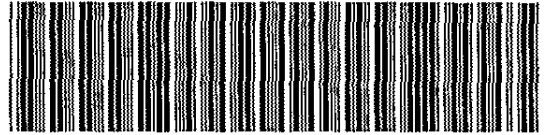
(Business Entity Name)

(Document Number)

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# TARRAGON REALTY INVESTORS, INC.

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March 26, 2004

**VIA AIRBORNE EXPRESS**  
(850) 487-6050

Secretary of State of Florida  
Corporations Division  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: Certification Section

Re: **Tarragon South Community  
Development Corporation, LLC**

To whom it may concern:

Please find enclosed herewith the original Articles of Organization for the proper filing of the above referenced newly formed entity.

Enclosed also find a check in the amount of \$155.00 representing its filing fee and a certified copy of the articles.

For your convenience and expeditious handling a self-addressed overnight envelope is enclosed.

Thank you.

Sincerely,

  
Isabel DeLeon

cc: Ricardo Beausoleil

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DIVISION OF CORPORATIONS  
MAR 29 2004 9:57



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

April 7, 2004

ISABEL DELEON  
1775 BROADWAY  
23RD FLOOR  
NEW YORK, NY 10019

SUBJECT: TARRAGON SOUTH COMMUNITY DEVELOPMENT  
CORPORATION, LLC  
Ref. Number: W04000013507

We have received your document for TARRAGON SOUTH COMMUNITY DEVELOPMENT CORPORATION, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6890.

Jason Merrick  
Document Specialist

Letter Number: 304A00022746

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04 APR 21 AM 9:57



# TARRAGON REALTY INVESTORS, INC.

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April 20, 2004

**VIA AIRBORNE EXPRESS**  
(850) 487-6050

Jason Merrick  
Secretary of State of Florida  
Corporations Division  
409 East Gaines Street  
Tallahassee, Florida 32399  
Attn: Certification Section

**Re: Tarragon South Community Development  
Corporation, LLC Ref#: W04000013507**

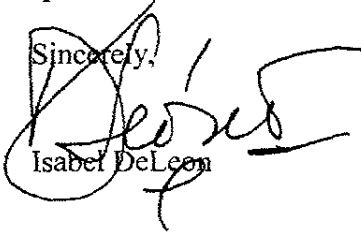
Dear Mr. Merrick:

In furtherance to your letters dated April 7, 2004 (Letter #304A00022746 see copy attached) please find enclosed herewith a newly revised original set of Articles of Organization duly corrected for its proper filing.

For your convenience and expeditious handling enclosed is a self-addressed Airborne Express envelope.

Thank you for your assistance and cooperation in this matter.

Sincerely,

  
Isabel DeLeon

cc: Charles D. Rubenstein  
Kathy Markell

**ARTICLES OF ORGANIZATION  
OF  
TARRAGON SOUTH COMMUNITY DEVELOPMENT, LLC,  
A Florida limited liability company**

**ARTICLE I – Name:** The name of this limited liability company is Tarragon South Community Development, LLC (the “Company”).

**ARTICLE II – Address:** The street address of the principal office and mailing address of the Company is 1775 Broadway, 23<sup>rd</sup> Floor, New York, NY 10019.

**ARTICLE III – Purpose:** The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida; to include, without limitation:

- a. Promoting community development by providing financial, administrative, technical and other resources derived from the public and private sectors to assist the poor, distressed and underprivileged through a program of lending and investing in real estate development projects and other commercial enterprises which are undertaken for the revitalization of neighborhoods and communities, and in order to revitalize distressed and deteriorated neighborhoods and communities within the state of Florida and surrounding distressed communities.
- b. Initiating activities, individually or in partnership with others, including organizations in the private, public, philanthropic and charitable sectors, to combat community deterioration in economically distressed areas through a program of financial assistance, technical assistance and other aid designed to improve economic conditions and the availability of jobs.

**ARTICLE IV – Period of duration:** The period of duration of this company shall be perpetual.

**ARTICLE V – Registered Agent:** The name and address of the initial registered agent for the Company is:

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

**ARTICLE VI – Additional members:** Members may admit additional members upon the consent of a majority in interest of the then existing members.

**ARTICLE VII – Continuity of Business:** 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 in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless the consent of the remaining members owning a majority-in-interest of the profits interests and of the capital interest of the Company is obtained.

**ARTICLE VIII – Management:** The Company shall be managed by its member, and its name and address is:

**Member**

Tarragon Realty Investors, Inc.,  
a Nevada corporation

**Address**

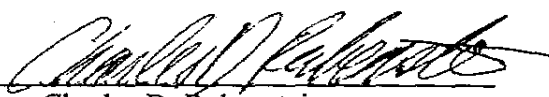
1775 Broadway  
23<sup>rd</sup> Floor  
New York, New York 10019

The undersigned has executed these Articles of Organization on the 24<sup>th</sup> day of March, 2004.

**TARRAGON SOUTH  
COMMUNITY DEVELOPMENT, LLC,**  
A Florida limited liability company.

By: Tarragon Realty Investors, Inc.,  
a Nevada corporation,  
its Manager

By:

  
Charles D. Rubenstein,  
Executive Vice President

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