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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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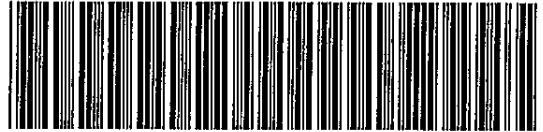
Certificates of Status 1

Special Instructions to Filing Officer:

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VANDERPOOL, FROSTICK & NISHANIAN, P.C.

ATTORNEYS AT LAW
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April 14, 2005

By FEDEX (Priority)
Confirm (850) 245-6051

Florida Department of State
Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: HDF Northpoint 45th LLC, a Florida limited liability
company to be organized

Dear Madam or Sir:

I am writing to file with your office the initial Articles of Organization for the above limited liability company being organized under the Florida Limited Liability Act.

After filing and acceptance please return to the undersigned counsel:

- (a) a Certified Copy of the Articles of Organization; and
- (b) a Certificates of Status.

I enclose herewith our check in the amount of One Hundred Sixty Dollars (\$ 160) made to the order of the Florida Department of State to pay the filing and certificate fees for this matter. Please call me with any questions you may have about this submission.

Very truly yours,



Daniel G. Hayes
Attorney at Law

Enclosures.

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

HDF Northpoint LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

Principal Office Address:

2917 Middlebridge Court, Ste. 110

Attn. : Mr. William V. Quinn
Crofton, MD 21114

Mailing Address:

2917 Middlebridge Court, Suite 110

Attn.: Mr. William V. Quinn
Crofton, MD 21114

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Robert M. Kohn

c/o Country Lake Name Leasing Office
6010 Sherwood Glen Way

Florida street address (P.O. Box **NOT** acceptable)
West Palm Beach FL 33415
City, State, and Zip

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 as provided for in Chapter 608, F.S..



Registered Agent's Signature

Robert M. Kohn

(CONTINUED)

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TALLAHASSEE, FLORIDA

ARTICLE IV- Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

"MGR" = Manager

"MGRM" = Managing Member

Name and Address:

MGR

William V. Quinn

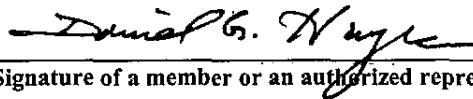
2917 Middlebridge Court, Suite 110
Crofton, MD 21114

(Use attachment if necessary)

ARTICLE V - Special Purpose Entity Provisions: (See Exhibit A attached hereto
NOTE: An additional article must be added if an effective date is requested.

and hereby incorporated.

REQUIRED SIGNATURE:



Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution
of this document constitutes an affirmation under the penalties of perjury
that the facts stated herein are true.)

Daniel G. Hayes, Authorized Representative

Typed or printed name of signer

Filing Fees:

\$125.00 Filing Fee for Articles of Organization and Designation

of Registered Agent

\$ 30.00 Certified Copy (Optional)

\$ 5.00 Certificate of Status (Optional)