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(City/State/Zip/Phone #)

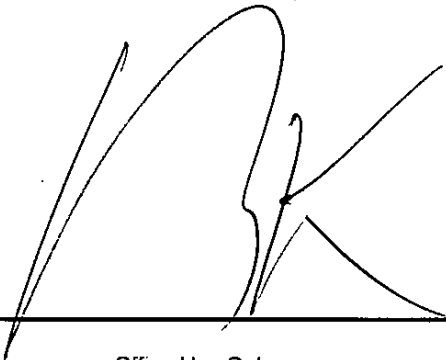
PICK-UP WAIT MAIL

(Business Entity Name)

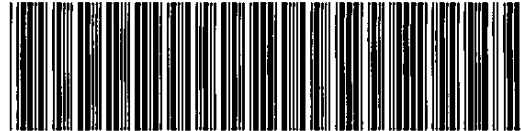
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Onic-Forest Edge LP, LLC

File 2nd

- Art of Inc. File _____
- LTD Partnership File _____
- Foreign Corp. File _____
- L.C. File _____
- Fictitious Name File _____
- Trade/Service Mark _____
- Merger File _____
- Art. of Amend. File _____
- RA Resignation _____
- Dissolution / Withdrawal _____
- Annual Report / Reinstatement _____
- Cert. Copy _____
- Photo Copy _____
- Certificate of Good Standing _____
- Certificate of Status _____
- Certificate of Fictitious Name _____
- Corp Record Search _____
- Officer Search _____
- Fictitious Search _____
- Fictitious Owner Search _____
- Vehicle Search _____
- Driving Record _____
- UCC 1 or 3 File _____
- UCC 11 Search _____
- UCC 11 Retrieval _____
- Courier _____

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF ONIC-FOREST EDGE LP, LLC
(a Florida Limited Liability Company)**

Orlando Neighborhood Improvement Corporation, Inc., a Florida not for profit corporation, acting as organizer of a limited liability company under the Limited Liability Company Act of the State of Florida, hereby adopts the following Articles of Organization for such limited liability company.

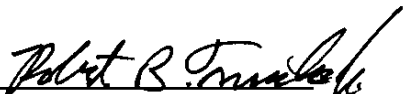
1. The name of the limited liability company is ONIC-Forest Edge LP, LLC (“the Company”).
2. The mailing and street address of the principal office of the Company is: 101 South Terry Avenue, Orlando, Florida 32805.
3. The Company is to be member-managed. The sole and Managing Member is Orlando Neighborhood Improvement Corporation, Inc., a Florida not for profit corporation.
4. The address of the initial registered agent of the Company is Robert B. Frincke, Jr., 101 South Terry Avenue, Orlando, Florida 32805.
5. The purpose of the Company is to acquire by assignment all of the legal and beneficial right, title and interest of and to assume all commitments, agreements, and obligations (collectively “Limited Partnership Interest”) of Enterprise Housing Partners II, LP, a Maryland limited partnership, the sole limited partner of Forest Edge, Ltd., a Florida limited partnership, (“the Limited Partnership”) as such are set forth in that certain limited partnership agreement dated June 12, 1992 and more commonly known as First Amended and Restated Limited Partnership Agreement for Forest Edge, Ltd., as such limited partnership from time to time may have been amended (“the Limited Partnership Agreement”).
6. The Assignment of Limited Partnership Interest between the Company, as Assignee, and Enterprise Housing Partners II, LP, as Assignor, will become effective as of January 1, 2007 at 12:01 a.m. A Second Amendment to the Amended and Restated Agreement of Limited Partnership Of Forest Edge, Ltd. by and among City Water, Incorporated, a Florida corporation for profit (General Partner), ONIC-Forest Edge LP, LLC, a Florida limited liability company (Substituted Limited Partner) and Enterprise Housing Partners II, LP, a Maryland limited partnership (Withdrawing Limited Partner) will become effective and operational instantaneously after the effect and operation of the aforesaid Assignment of Limited Partnership Interest by the Assignor to Assignee becomes operational and effective.
7. The Company shall commence legal existence as of December 29, 2006 at 12:01 a.m.

8. The Company may borrow money and pledge all or some of the assets of the Company for the purpose of operating and maintaining the Company and preserving its assets and may exercise all other Powers provided by Florida Statutes, provided however, any such action pursuant to the foregoing is not contrary to the Limited Partnership Agreement or will cause or result in a loss of the status of the Company as the limited partner of the Limited Partnership under the laws of the State of Florida or under the provisions of the Internal Revenue Code of the United States of America.

9. Any action and/or ratification of any prior action duly approved at a meeting of the Board of Directors of Orlando Neighborhood Improvement Corporation, Inc. in accordance with its Restated Articles of Incorporation and Restated Bylaws, as each from time to time are amended, which applies in whole or in part to ONIC-Forest Edge LP, LLC (including the aforesaid Second Amendment) shall be deemed approval and authorization of such action and/or ratification of such prior action, as the case may be, by the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization of ONIC-Forest Edge LP, LLC this 28th day of December, 2006.

Orlando Neighborhood
Improvement Corporation, Inc., a Florida not
for profit corporation

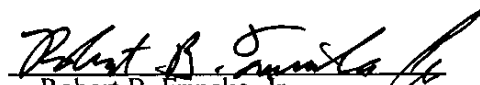
By: 
Robert B. Frincke, Jr., Vice President

ACCEPTANCE OF APPOINTMENT BY INITIAL REGISTERED AGENT

THE UNDERSIGNED, a resident of the State of Florida, having been named the initial registered agent in the foregoing Articles of Organization of ONIC-Forest Edge LP, LLC and maintaining a business office identical to the designated registered office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with and hereby accepts the obligations of a registered agent set forth in Chapter 608, *Florida Statutes*, and the undersigned will further comply with any other provisions of law made applicable to him as registered agent of the limited liability company.

DATED, the 28th day of December, 2006.

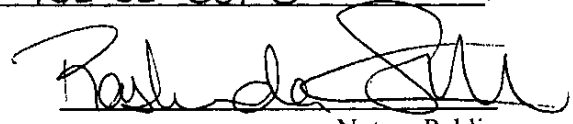
REGISTERED AGENT


Robert B. Frincke, Jr.

(ACKNOWLEDGMENT OF INITIAL REGISTERED AGENT IS ON THE NEXT PAGE)

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing Acceptance of Appointment by Initial Registered Agent was acknowledged before me the 28 day of December, 2006 by Robert B. Frincke, Jr., who is personally known to me OR produced as identification DL # F652-762-52-087-0


Notary Public

