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Florida Department of State
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

The Austin Apartments GP, LLC

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**ARTICLES OF ORGANIZATION OF
THE AUSTIN APARTMENTS GP, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, as amended, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company is The Austin Apartments GP, LLC (the "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 908 South Rome Avenue, Suite 3, Tampa, Florida 33606.

ARTICLE III - DURATION

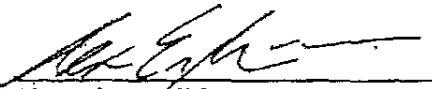
The period of duration for the Company shall be perpetual.

ARTICLE IV - REGISTERED OFFICE AND AGENT AND ADDRESS

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

<u>Name</u>	<u>Address</u>
Alexander English	908 South Rome Avenue, Suite 3 Tampa, Florida 33606

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Organization this 19th day of February, 2007.



Alexander English
Authorized Representative of Member

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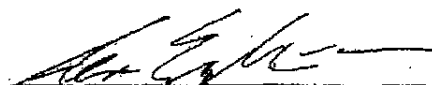
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REGISTERED AGENT'S ACCEPTANCE

Having been named as registered agent and to accept service of process for The Austin Apartments GP, LLC at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

Dated: February 19, 2007


Alexander English, Registered Agent

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