

L 090000 76058

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

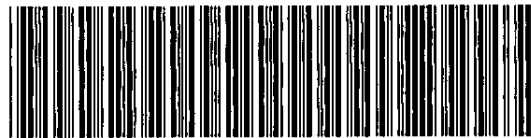
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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08/07/09--01030--003 **155.00

RECEIVED

09 AUG - 7 PM 1:43

SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED

09 AUG - 7 PM 4:15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. KOHR
AUG - 7 2009
EXAMINER

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK

DATE: 08/07/09

REF. #: 0631.108751

CORP. NAME: K. HOVNANIAN AT DELRAY BEACH, L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 531307 FOR \$ 155.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

K. Hovnanian at Delray Beach, L.L.C.

(Must end with the words "Limited Liability Company," "L.L.C.," or "LLC.")

ARTICLE II - Address:

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

Principal Office Address:

3601 Quantum Blvd.
Boynton Beach, FL 33426

Mailing Address:

110 West Front Street
Red Bank, NJ 07701

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

(The Limited Liability Company cannot serve as its own Registered Agent. You must designate an individual or another business entity with an active Florida registration.)

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

NRAI Services, Inc.

Name

2731 Executive Park Dr., Suite 4

Florida street address (P.O. Box **NOT** acceptable)

Weston, FL

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.

Theresa Festa

Registered Agent's Signature (REQUIRED)

By: THERESA FESTA, ASS. SECTY.

(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:

Name and Address:

"MGR" = Manager

"MGRM" = Managing Member

MGRM

HovWest Land Acquisition, L.L.C.

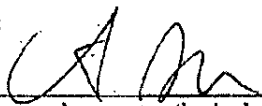
110 West Front Street

Red Bank, NJ 07701

(Use attachment if necessary)

ARTICLE V: Effective date, if other than the date of filing: _____ (OPTIONAL)
(If an effective date is listed, the date must be specific and cannot be more than five business days prior to or 90 days after the date of filing.)

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.)

Peter S. Reinhart, SVP of Member: HovWest Land Acquisition, L.L.C.

Typed or printed name of signee

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)

ARTICLE VI: Single Purpose Entity. The Company intends acquire, own, hold, sell, transfer, exchange, manage and maintain a limited liability company membership interest in AG/HOV Delray Holdings, L.L.C., a Delaware limited liability company (the "Property"). Anything elsewhere in this Agreement to the contrary notwithstanding, for so long as the Company shall own the Property, the Company shall comply with each of the following provisions: (a) is formed or organized solely for the purpose of holding, directly, an ownership interest in the Property; (b) does not engage in any business other than the ownership of the Property; (c) does not have any assets other than those related to the ownership of the Property; (d) does not guarantee or otherwise become liable on or in connection with any obligation of any other Person; (e) does not enter into any contract or agreement with any stockholder, partner, principal, member or affiliate of such Person or any affiliate of any such stockholder, partner, principal, member or affiliate except upon terms and conditions that are intrinsically fair and substantially similar to those that would be available on an arm's length basis with third parties other than an affiliate; (f) does not incur, create or assume any indebtedness; (g) does not make any loans or advances to any other Person (including, without limitation, any affiliate); (h) does not become insolvent or fail to pay its debts and liabilities from its own funds and other assets as the same shall become due; (i) does not fail to conduct and operate its business in all material respects as presently conducted and operated; (j) does not fail to maintain its books and records and bank accounts separately from those of its affiliates, including, without limitation, its members or managers, as may be applicable; (k) conducts its business in its own name and does not fail at all times to hold itself out to the public as a legal entity separate and apart from any other Person (including, without limitation, any affiliate); (l) if applicable, does not fail to file its own tax returns; (m) does not fail to maintain adequate capital for the normal obligations, reasonably foreseeable in a business of its size and character and in light of its contemplated business operations; (n) does not fail to maintain its assets in such a manner that it is not costly or difficult to segregate, ascertain or identify its individual assets from those of any affiliate or any other Person; (o) does not hold itself out to be responsible for the indebtedness of any other Person; (p) is subject to and complies with all of the limitations on powers set forth in the organizational documentation as in effect on the date hereof; (q) holds all of its assets in its own name and does not commingle its assets with the assets of any other Person; (r) utilizes its own letterhead, invoices and checks; (s) holds title to the Property in the name of the Company; (t) allocates fairly and reasonably any overhead expenses that are shared with any affiliate including, without limitation, paying for office space and services performed by any employee of any affiliate; (u) does not pledge its assets for the benefit of any Person; (v) corrects any known misunderstandings regarding its separate identity; (w) pays the salaries of its own employees and maintains a sufficient number of employees in light of its contemplated business operations; and (x) does not acquire the obligations or securities of its partners, members shareholders or other owners.