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800-342-8080

ALLAHAM, FL 33401

071-371

00-22-019

CSC networks

PROVIDE RAIL
LEGAL & FINANCIAL SERVICE

ACCOUNT NO. : 07210100032

REFERENCE : 600970 5490A

AUTHORIZATION :

COST LIMIT : 9 PREPAID

ORDER DATE : June 2, 1995

ORDER TIME : 10:24 AM

ORDER NO. : 600970

CUSTOMER NO: 5490A

CUSTOMER: Steve V. Hoffman, Esq
MASTRIANA & CHRISTIANSEN

2750 North Federal Highway
Fort Lauderdale, FL 33306

DOMESTIC FILING

NAME: BENT CEDAR APARTMENTS, L.C.

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED COMPANY

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XXX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN JUN - 6 1995

4000001512644
-06/14/95--01022--027
***285.00 ***285.00

FILED
95 JUN -2 AM 10:22
SEC. OF STATE
TALLAHASSEE, FL 32304

ARTICLES OF ORGANIZATION
OF

BENT CEDAR APARTMENTS, L.C.

FILED
95 JUN -2 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being the members of Bent Cedar Apartments, L.C., a limited liability company formed pursuant to Section 608.45 of the Limited Liability Company Act of Florida, hereby certify:

1. *Company Name.* The name of the limited liability company is Bent Cedar Apartments, L.C.

2. *Duration.* The period of its duration is thirty years from the date of the filing of the Articles of Incorporation.

3. *Purpose.* The company is organized to conduct any lawful business for which limited liability companies may be organized.

4. *Principal Office.* The principal office address of Bent Cedar Apartments, L.C. is 11680 Orange Boulevard, West Palm Beach Field, 33412, which is not the same address as the registered office of the company.

5. *Registered Agent.* The name and address of the registered agent of the company is: Stephen V. Hoffman, Esquire, Mastriana & Christiansen, P.A., 2750 North Federal Highway, Fort Lauderdale, Florida 33306.

6. *Capital.* The initial capital of the company will be \$3500, together with the real property known as the Bent Cedar Apartments which is valued at 120,000.

7. *Additional Capital.* Members shall be required to make additional contributions to the capital of the company upon the request of the managing member for capital necessary to operate the Bent Cedar Apartments.

8. *Admission of Members.* Additional members shall be admitted upon the written consent of all the members.

9. *Management.* The initial operating manager of the company shall be the member whose names and addresses is:

Roy Greene
11680 Orange Blvd.
W. Palm Beach, FL 33412

who shall continue to serve as manager until the first annual meeting of the members or until his successor is elected and qualified.

10. *Continuity of Life.* All of the remaining members of the company may agree to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or other withdrawal of a member.

IN WITNESS WHEREOF, we have signed these Articles on this 15th day of ~~October~~, 1994.

December, 1994 Roy M. Greene
 ROY GREENE, Member
 11680 Orange Boulevard
 West Palm Beach, Florida 33412

THOMAS M. GREENE, III, Member

Patricia G. Vose
 PATRICIA G. VOSE, Member
 11680 Orange Boulevard
 West Palm Beach, FL 33412

STATE OF FLORIDA)
)
 COUNTY OF BROWARD)

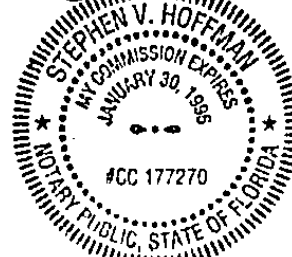
December
 The foregoing instrument was acknowledged before me this 16 day of ~~October~~, 1994, by ROY GREENE, Member of Bent Cedar Apartments, L.C., a limited liability company, a Florida company, on behalf of the company. He is personally known to me ~~or has produced~~ as identification and ~~did~~/did not take an oath.

[Signature]
 NOTARY PUBLIC, State of ~~Florida~~

My commission expires:

STATE OF FLORIDA)
)
 COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this _____ day of October, 1994, by THOMAS M. GREENE, III, Member of



who shall continue to serve as manager until the first annual meeting of the members or until his successor is elected and qualified.

10. *Continuity of life.* All of the remaining members of the company may agree to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or other withdrawal of a member.

IN WITNESS WHEREOF, we have signed these Articles on this 1st day of ~~October~~, 1994.
~~November~~
December

ROY GREENE, Member
11600 Orange Boulevard
West Palm Beach, Florida 33412

Thomas M. Greene
THOMAS M. GREENE, III, Member
P.O. Box 15205
Daytona Beach Fla 32115

PATRICIA G. VOSE, Member

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this _____ day of October, 1994, by ROY GREENE, Member of Bent Cedar Apartments, L.C., a limited liability company, a Florida company, on behalf of the company. He is personally known to me or has produced _____ as identification and did/did not take an oath.

NOTARY PUBLIC, State of Florida

My commission expires:

STATE OF FLORIDA)
)
COUNTY OF Polusia)
BROWARD

1st The foregoing instrument was acknowledged before me this day of ~~October~~, 1994, by THOMAS M. GREENE, III, Member of
December

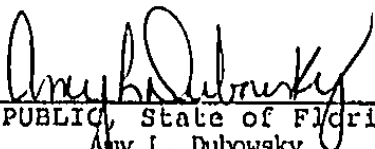
Hent Cedar Apartments, L.C., a limited liability company, a Florida company, on behalf of the company. He is personally known to me or has produced _____ as identification and did/did not take an oath.

NOTARY PUBLIC, State of Florida

My commission expires:

STATE OF FLORIDA)
)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 5th day of ~~October~~ December, 1994, by PATRICIA G. VOSE, Member of Hent Cedar Apartments, L.C., a limited liability company, a Florida company, on behalf of the company. She is personally known to me or has produced FLDL/V200-687-41-729-0 as identification and did/did not take an oath.



NOTARY PUBLIC, State of Florida
Amy L. Dubowsky

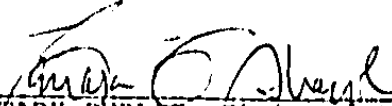
My commission expires: August 22, 1997

art.inc

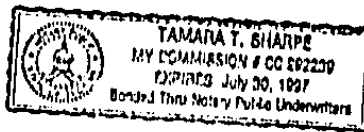


AMY L. DUBOWSKY
MY COMMISSION # CC343693 EXPIRES
AUGUST 22, 1997
BONDED TRULY TRUST INSURANCE, INC.

Bent Cedar Apartments, L.C., a limited liability company, a Florida company, on behalf of the company. He is personally known to me or has produced FLDL#9650-833-47-058-0 an identification and did/did not take an oath.


 NOTARY PUBLIC, State of Florida

My commission expires:



STATE OF FLORIDA)
)
 COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this _____ day of October, 1994, by PATRICIA G. VOSE, Member of Bent Cedar Apartments, L.C., a limited liability company, a Florida company, on behalf of the company. She is personally known to me or has produced _____ as identification and did/did not take an oath.

 NOTARY PUBLIC, State of Florida

My commission expires:

art.inc

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Bent Cedar Apartments, L.C. deposes and says

- 1 The above named limited liability company has at least two members.
- 2 The total amount of cash contributed by the member(s) is \$3,500.00.
- 3 If any, the agreed value of property other than cash contributed by member(s) is \$120,000.00. A description of the property is attached and made a part hereto
- 4 The total amount of cash or property anticipated to be contributed by member(s) is \$123,500.00. This total includes amounts from 2 and 3 above

Roy M. Greene
Roy M. Greene, Member

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

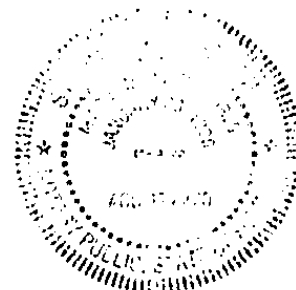
STATE OF FLORIDA
COUNTY OF BROWARD

Before me, a Notary Public, personally appeared Roy Greene, who did acknowledge before me that he executed the foregoing affidavit for the uses and purposes therein set forth.

IN WITNESS WHEREOF, I have set my hand and official seal at Broward County, Florida, this 1 day of June, 1995.

My Commission Expires:

[Signature]
Signature of Notary Public



ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE LIMITED LIABILITY COMPANY

FILED
95 JUN -2 AM 10:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Stephen V. Hoffman, an individual in this state having a business office identical with the registered office of the limited liability company, and having been designated as the Registered Agent in the above and foregoing limited liability company of:

BENT CEDAR APARTMENTS, L.L.C.

is familiar with and accepts the obligations of the position of Registered Agent.

By: _____

Stephen V. Hoffman

