

SENT BY:

L960000000065

1/16/96

FLORIDA DIVISION OF CORPORATIONS  
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3:23 PM

((H96000000777))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS  
DEPARTMENT OF STATE  
STATE OF FLORIDA  
409 EAST GAINES STREET  
TALLAHASSEE, FL 32399  
FAX: (904) 922-4000

FROM: GEIGER, KASDIN, HELLER & KUPFERSTEIN,  
1428 BRICKELL AVE  
6TH FLOOR  
MIAMI FL 33131-  
CONTACT: BEVERLY O RIEDY  
PHONE: (305) 372-5000  
FAX: (305) 372-0052

((H96000000777))

DOCUMENT TYPE: LIMITED LIABILITY COMPANY

NAME: WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C.  
FAX AUDIT NUMBER: H96000000777  
DATE REQUESTED: 01/16/1996  
CERTIFIED COPIES: 1  
NUMBER OF PAGES: 5  
ESTIMATED CHARGE: \$337.50  
CURRENT STATUS: REQUESTED  
TIME REQUESTED: 15:23:12  
CERTIFICATE OF STATUS: 0  
METHOD OF DELIVERY: FAX  
ACCOUNT NUMBER: 076030000723

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((H96000000777))

\*\* ENTER 'M' FOR MENU. \*\*

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Alt-2 FOR HELP\* VT102 \* FDX \* 9600 E71 \* LOG CLOSED \* PRINT OFF \*

1/16/96

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1428 BRICKELL AVE  
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MIAMI FL 33131-  
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ENTER SELECTION AND <CR>:

Alt-2 FOR HELP\* VT102 \* FDX \* 9600 E71 \* LOG CLOSED \* PRINT OFF \*

ATTN: DORIS MC DUFFE  
From: Keith Blum, Esq.

51  
1/17

SENT BY:

1-10-96 15:41

GEIGER KASDIN -

10 2/ 0

FA#: H96-777

**ARTICLES OF ORGANIZATION  
OF  
WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C.  
a Florida Limited Liability Company**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. **NAME.** The name of the Limited Liability Company is WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C. (the "Company").
2. **PERIOD OF DURATION.** The period of duration of the Company shall be from the 9th day of JANUARY, 1996, until the first to occur of the following: (a) December 31, 2030; or (b) Dissolution of the Company pursuant to provisions of the Florida Limited Liability Company Act.
3. **PURPOSE.** The purpose for which the Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

Keith J. Blum, Esq.  
Geiger, Kasdin, Heller, Kuperstein,  
Chambers & Well, P.A.  
1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131  
Telephone: (305) 372-5000  
Facsimile: (305) 372-0052  
Florida Bar Number: 0879185

FA#: H96-777

FA#: 1196-777

4. MAILING AND STREET ADDRESS OF PRINCIPAL OFFICE. The street address and mailing address of the principal office of the Company is 462 South 4th Avenue, Suite 625, Louisville, Kentucky 40202.

5. REGISTERED AGENT. The name and address of the initial registered agent in Florida for the Company is: Robert S. Geiger, 1428 Brickell Avenue, 6th Floor, Miami, Florida, 33131.

6. ADDITIONAL MEMBERS. Members may admit additional members upon unanimous agreement of the then existing members.

7. CONTINUITY OF BUSINESS. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained the consent of remaining members owning a majority-in-interest of the profits interests and of the capital interests of the Company.

8. MANAGEMENT. The Company shall be managed by a manager, as further provided in the Regulations of the Company. Except as authorized by the manager, no member is an agent of the Company or has the authority to make any contracts, enter into any transactions, or make any commitments on behalf of the Company. The names and addresses manager is as follows:

Stephen E. Poe  
462 South 4th Avenue  
Suite 625  
Louisville, Kentucky 40202

SENT BY:

1-16-96 : 15:42 :

GEIGER KASDIN -

16 4/ 0

FA#: H96-777

Executed at Miami, Dade County, Florida on the 16th day of January, 1996.

WEST FLORIDA AFFORDABLE HOUSING  
PARTNERS, L.C.

By:



Keith J. Blum,  
Authorized Representative

FA#: H96-777

FA#: 1196- 777

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN  
THE STATE OF FLORIDA.

1. The name of the limited liability company is: WEST FLORIDA AFFORDABLE  
HOUSING PARTNERS, L.C.

2. The name and address of the registered agent and office is:

ROBERT S. GEIGER, ESQ.

(Name)

1428 BRICKELL AVENUE, 6TH FLOOR(P.O. Box not acceptable)MIAMI, FLORIDA 33131

(City/State/Zip)

*Having been named as registered agent and to accept service of process for the above stated  
limited liability company as the place designated in this certificate, I hereby accept the  
appointment as registered agent and agree to act in its 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.*

  
(Signature)

Robert S. Geiger

January 16, 1996

(Date)

FA#: H96- 777

SENT BY:

1-16-96 : 15:43 :

GEIGER KASDIN -

12 07 0

FA#: 1196-777

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of WEST FLORIDA AFFORDABLE HOUSING PARTNERS, 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 \$ 99.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-. 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 \$ 99.00. This total includes amounts from 2 and 3 above.

  
Signature of a member or authorized representative of a member.

(In accordance with section 608.409(3), Florida Statute, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

FA#: H96-777

14W0KKUJBYCORPWHSITLJIT

SENT BY:

5-2-96

11:51

GEIGER KASDIN

1/2

5/02/96

FLORIDA DIVISION OF CORPORATIONS

11:31 AM

PUBLIC ACCESS SYSTEM

((H96000006229))

ELECTRONIC FILING COVER SHEET

TO: DIVISION OF CORPORATIONS

FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN,

DEPARTMENT OF STATE

1428 BRICKELL AVE

STATE OF FLORIDA

6TH FLOOR

409 EAST GAINES STREET

MIAMI FL 33131-

0000

TALLAHASSEE, FL 32399

CONTACT: BEVERLY O RIEDY

FAX: (904) 922-4000

PHONE: (305) 372-5000

FAX: (305) 372-0052

((H96000006229))

DOCUMENT TYPE: LIMITED LIABILITY AMENDMENT

NAME: WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C.

FAX AUDIT NUMBER: H96000006229

CURRENT STATUS: REQUESTED

DATE REQUESTED: 05/02/1996

TIME REQUESTED: 11:31:42

CERTIFIED COPIES: 1

CERTIFICATE OF STATUS: 0

NUMBER OF PAGES: 1

METHOD OF DELIVERY: FAX

ESTIMATED CHARGE: \$78.75

ACCOUNT NUMBER: 076030000723

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96 MAY -2 PM 4:24  
TALLAHASSEE, FLORIDA

Conzone  
Linda

06586,00502,00671

DIVISION OF CORPORATIONS

56 MAY -2 PM 2:18

RECEIVED

May 2, 1996

WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.L.C.  
462 SOUTH 4TH AVE., STE. 625  
LOUISVILLE, FL 34202

SUBJECT: WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.L.C.  
REF: L96000000065

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6902.

Linda Stitt  
Corporate Specialist

FAX Aud. #: H96000006229  
Letter Number: 596A00021386



FA# H96-6229

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF ORGANIZATION  
OF

FILED  
96 MAY -2 PM 4:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C.

The following amendment was adopted by the Members of WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C. (the "Company") on May 1, 1996. The original Articles of Organization were filed on January 16, 1996 and assigned document number L96000000065.

FIRST

The name of the Company is: WEST FLORIDA AFFORDABLE HOUSING PARTNERS, L.C.

The name of the Company shall be changed to: AFFORDABLE HOUSING ASSOCIATES, L. C.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 1st day of MAY, 1996.

  
Keith J. Blum, Authorized Representative

Keith J. Blum, Esq.  
GEIGER, KASDIN, HELLER, KUPERSTEIN,  
CHAMES & WEIL, P.A.  
1428 Brickell Avenue, 6th Floor  
Miami, Florida 33131  
Telephone: (305) 372-5000  
Facsimile: (305) 372-0052  
Florida Bar Number: 879185

FA# H96-6229

JAWORKKINCORPWESTFLA00A

1201 HAYS STREET

TALLAHASSEE, FL 32301-2221

904-222-1171

1-222-0391 FAX

800-342-8086

L 9600000065



networks

PROSECUTOR  
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 960944 149395A

AUTHORIZATION :

COST LIMIT : \$ 52.50

*Patricia Pizzit*

ORDER DATE : May 21, 1996

ORDER TIME : 10:14 AM

ORDER NO. : 960944

CUSTOMER NO: 149395A

CUSTOMER: Beatriz M. Capote, Esq-149395a  
Beatriz M. Capote, P.a.  
17th Floor  
1101 Brickell Avenue  
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: AFFORDABLE HOUSING ASSOCIATES,  
L.C.

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

FILED  
96 MAY 21 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*NE*

*25/31*



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

May 23, 1996

CSC NETWORKS  
MICHELLE BAILEY  
TALLAHASSEE, FL 32301

**RESUBMIT**

Please give original  
submission date as file date.

SUBJECT: AFFORDABLE HOUSING ASSOCIATES, L.C.  
Ref. Number: L9600000065

We have received your document for AFFORDABLE HOUSING ASSOCIATES, L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The fee to file this document is \$52.50. For each certified copy requested, please add an additional \$52.50.

THE AMENDMENT IS AGAIN BEING REJECTED PENDING CORRECTIONS DISCUSSED WITH BOBBIE ELDRIDGE DURING TELEPHONE CONVERSATION ON MAY 22, 1996.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 796A0002582

96 MAY 28 AM 11:42  
DIVISION OF CORPORATIONS

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 21, 1996

CSC NETWORKS  
MICHELLE BAILEY  
TALLAHASSEE, FL 32301

SUBJECT: AFFORDABLE HOUSING ASSOCIATES, L.C.  
Ref. Number: L96000000065

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THE NAME AND CHARTER NUMBER IN THIS AMENDMENT DO NOT MATCH. THE AMENDMENT HISTORY ALSO DOES NOT MATCH. PLEASE LOOK AT THE TWO PRINT OUTS TO CLEAR UP THINGS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6880.

Karen Gibson  
Corporate Specialist

Letter Number: 796A00025248

1201 HAYS STREET  
TALLAHASSEE, FL 32301-2607  
904-222-9171  
904-222-0393 FAX

800-342-8086



ACCOUNT NO. : 072100000032

REFERENCE : 960944 149395A

AUTHORIZATION :

COST LIMIT : \$ 285.00

RECEIVED  
96 MAY 21 11:11  
CIVIL SERVICE COMMISSION

Patricia Pizito

VOID

ORDER DATE : May 21, 1996

ORDER TIME : 10:14 AM

ORDER NO. : 960944

CUSTOMER NO: 149395A

CUSTOMER: Beatriz M. Capote, Esq-149395a  
Beatriz M. Capote, P.a.  
17th Floor  
1101 Brickell Avenue  
Miami, FL 33131

700001832677

CHRIS (sec)

305 374-1555

DOMESTIC AMENDMENT FILING

NAME: AFFORDABLE HOUSING ASSOCIATES,  
L.C.

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

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XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS: \_\_\_\_\_

**SECOND**  
**ARTICLES OF AMENDMENT OF**  
**ARTICLES OF ORGANIZATION OF**  
**AFFORDABLE HOUSING ASSOCIATES, L.C.**

The following second amendment was adopted by the Members of AFFORDABLE HOUSING ASSOCIATES, L.C. (the "Company") on May 24, 1996. The original Articles of Organization were filed on January 16, 1996 and assigned document number L96000000065. A first amendment was filed on May 2, 1996.

**FIRST**

The name of the Company is: AFFORDABLE HOUSING ASSOCIATES, L.C.

The name of the Company shall be changed to: CENTRAL FLORIDA AFFORDABLE HOUSING PARTNERS, L.C.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 24 day of May, 1996.

  
\_\_\_\_\_  
BEATRIZ M. CAPOTE  
Authorized Representative

BMC\BARON\PALM\IAY\AMENDMEN.LC\1

**FILED**  
96 MAY 21 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA