



THE UNITED STATES
CORPORATION
COMPANY

L970000000001

ACCOUNT NO. : 072100000032

REFERENCE : 202919 4324715400002047064--3

-01/06/97--01061--010

AUTHORIZATION :

****285.00 ****285.00

COST LIMIT : \$ PREPAID

ORDER DATE : December 27, 1996

ORDER TIME : 1:07 PM

ORDER NO. : 202919-010

CUSTOMER NO: 4324715

CUSTOMER: Tamara Cappelson, Legal Asst
PETREE STOCKTON

Suite 400
4101 Lake Boone Trail
Raleigh, NC 27607

file 1st

DOMESTIC FILING

NAME: OAK TREE GP, LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: DEBBIE SKIPPER

EXAMINER'S INITIALS:

Dmc
1/2/97

RECEIVED
6 DEC 31 PM 2:34
FILED
96 DEC 31 AM 10:50
SIGN OF CORPORATION
SECTION 605, STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR OAK TREE GP, LLC,
a Florida Limited Liability Company**

.FILED

96 DEC 31 AM 10: 51

SECRET
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the Limited Liability Company is Oak Tree GP, LLC.

ARTICLE II - ADDRESS

The mailing address of Oak Tree GP, LLC is 6751 SW 125th Terrace, Miami, FL 33156.

ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be December 31, 2031.

ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by managers and the name and addresses of such managers who are to serve as managers are as follows:

Castle Jordan
P.O. Box 8426
Horseshoe Bay, TX 78657

Daniel K. O'Connell
5133 NW 93 Doral Way
Miami, FL 33178

William Ryder
2451 Brickell Avenue, Apt. 20A
Miami, FL 33129

Lambert Jacobs
6751 SW 125th Terrace
Miami, FL 33156

E. Moulton Prussing
111 Dunsmeir Road
Port Ludlow, WA 98365

ARTICLE V - REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Limited Liability Company is Lambert Jacobs and the street address of the initial registered agent is 6751 SW 125th Terrace, Miami, FL 33156.

December 18, 1996
(Date)


Lambert Jacobs, Member

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Oak Tree GP, LLC deposes and says:

- 1) the above named limited liability company has at least two members
- 2) the total amount of cash contributed by the members is \$0.00.
- 3) the agreed value of property other than cash contributed by members is \$21,408.20, which consists of a 1% general partnership interest in Oak Tree Village, a Florida general partnership.
- 4) the total amount of cash or property anticipated to be contributed by members is \$21,408.20. This total includes amounts from 2 and 3 above.

In accordance with Section 608.402(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



Lambert Jacobs, Member

REGISTERED AGENT ACCEPTANCE

Having been named to accept service of process for the above stated limited liability company at the address designated in this certificate pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of its duties.


Lambert Jacobs

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96 DEC 31 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA