L98000000075

CT CORPORATION SYS	TEM	, no.	.*·	
660 EAST JEFFERSON	STREET			
Requestor's Name TALLAHASSEE, FL	32301,			
Address	222-1092			
City State Zip Phone CORPORATION(S) NAME		101	00002408: -01/22/980 ****250.00	9807 1065-029 ****250.00
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LINCOLN POINTE	e Holding Compre	g, L.L.C.	*****35.00 °	******35.00
() Profit () NonProfit Limited Liability	() Amendme	ent	() Merger	SECRET
() Foreign	() Dissolution/Withdrawal		() Mark 2	
() Limited Partnership () Reinstatement	() Annual Report () Reservation		() Other N () Change of R.	Oco AND Bame Filing
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Verifier Acknowledgment	1 CF	-285	Jeff	1/22/97
W.P. Verifier				•

CR2E031 (1-89)

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company Is: Lincoln Pointe Holding Company, L.L.C.

ARTICLE II - Address

The mailing address of the principal office of the Limited Liability Company is: Lincoln Pointe Holding Company, L.L.C., c/o ASB Capital Management, 1101 Pennsylvania Avenue, NW, Washington, DC 20004.

ARTICLE III - Duration

The period of duration of the Limited Liability Company shall be: December 31, 2075.

ARTICLE IV - Management

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

Paul Lowman 1101 Pennsylvania Avenue, NW, Washington, DC 20004 J. Michael Dopp 1101 Pennsylvania Avenue, NW, Washington, DC 20004 Diane Dickson 1101 Pennsylvania Avenue, NW, Washington, DC 20004

ARTICLE V - Registered Agent

The name and street address of the initial registered agent of the Limited Liability Company is:

C T CORPORATION SYSTEM 1200 South Pine Island Road Plantation, Florida 33324

ARTICLE VI - Registered Office

The street address of the initial registered office of the Limited Liability Company is:

c/o C T CORPORATION SYSTEM 1200 South Pine Island Road Plantation, Florida 33324

January 7, 1998

(FLA - LLC 3207 - 2/26/96)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Lincoln Pointe Holding Company, L.L.C. deposes and says:

- the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is \$0.
- 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 \$0. This total includes amounts from 2 and 3 above.

Michael Dopp, Manager

FILING FEE: \$ 250 for Articles of Organization and Affidavit

SECRETARY OF STATE ON ON SECRETARY OF CORPORATION

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THESE PROVISIONS, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

CT CORPORATION SYSTEM

DATE: /-22-98

BY: Count Bran

Connie Bryan, Special Assistant Secretary

98 JAN 22 PM 2: 32