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CT Corporation System

Requestor's Name  
660 East Jefferson Street

Address  
Tallahassee, FL 32310 222-1092

City State Zip Phone

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-11/16/98--01030--019  
\*\*\*\*285.00 \*\*\*\*285.00

CORPORATION(S) NAME

Orlando Central Park Tarragon, LLC

- ☐ Profit ☐ Amendment ☐ Merger  
☐ NonProfit ☐ Dissolution/Withdrawal ☒ Limited Liability Company  
☐ Foreign ☐ Annual Report ☐ Other  
☐ Limited Partnership ☐ Name Registration ☐ Change of R.A.  
☐ Reinstatement ☐ UCC-1 Financing Statement ☐ UCC-3 Filing  
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**ARTICLES OF ORGANIZATION  
OF  
ORLANDO CENTRAL PARK TARRAGON, L.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 Orlando Central Park Tarragon, L.L.C. (the "Company").

2. **Period of Duration.** The period of duration of the Company shall be perpetual.

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.

4. **Mailing and Street Address of Principal Office.** The street address of the principal office and mailing address of the Company is 3100 Monticello, Suite 200, Dallas, Texas 75205.

5. **Registered Agent.** The name and address of the initial registered agent for the Company is: CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

6. **Additional Members.** Additional members may be admitted upon the consent of a majority in interest 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 the consent of the remaining members owning a majority-in-interest of the profits interests and of the capital interest of the Company is obtained.

8. **Management.** The Company shall be managed by its member, and its name and address is:

**Member**

Tarragon Realty Investors, Inc.  
a Nevada corporation

**Address**

280 Park Avenue  
East Building, 20<sup>th</sup> Floor  
New York, NY 10017

(Signatures Appear on Next Page)

The undersigned has executed these Articles of Organization on the 10th day of November, 1998.

ORLANDO CENTRAL PARK TARRAGON, L.L.C

By: TARRAGON REALTY INVESTORS, INC.,  
its Managing Member

By: Charles D. Rubenstein  
Charles D. Rubenstein,  
Senior Vice President

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**CERTIFICATE 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: \_\_\_\_\_  
Orlando Central Park Tarragon, L.L.C.

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

\_\_\_\_\_

(Name)

\_\_\_\_\_

(P.O. Box not acceptable)

\_\_\_\_\_

(City/State/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.*

C T CORPORATION SYSTEM

By: \_\_\_\_\_

(Signature)

**CHARLES W. MEYER  
SPECIAL ASST. SECRETARY**

(Date)

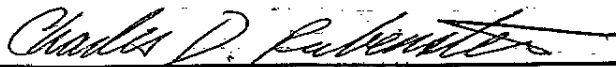
**FILING FEE: \$ 35 for Designation of Registered Agent**

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**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of Orlando Central  
Park Tarragon, L.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 \$ 1,000.00
- 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  
\$ 1,000.00 . This total includes amounts from 2 and 3 above.



Signature of a member or authorized representative of a member.  
(In accordance with section 608.402(3), Florida Statutes, the execution of this affidavit  
constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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