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# Florida Department of State

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     Account Name    : FAS-T CORP. AGENTS, INC.
     Account Number  : 071001002335
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# LIMITED LIABILITY COMPANY

## BELL HAVEN APARTMENTS, L.L.C.

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# ARTICLES OF ORGANIZATION
# OF
# BELL HAVEN APARTMENTS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files these Articles of Organization.

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## ARTICLE I – NAME

The name of the limited liability company is **Bell Haven Apartments, L.L.C.**

## ARTICLEII – PURPOSES AND POWERS

The Company is organized to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

## ARTICLE III – DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State and shall have perpetual existence.

## ARTICLE IV – ADDRESS

The mailing address and street address of the principal office of the Company in Florida is 7200 NW 7th Street, Suite 320, Miami, Florida 33126.

## ARTICLE V – REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is Edward Hibshman, 7200 NW 7th Street, Suite 320, Miami, Florida 33126.

## ARTICLE VI – ADMISSION OF ADDITIONAL MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all other members of the Company approve of the proposed transfer.

## ARTICLE VII – MEMBERS RIGHTS TO CONTINUE BUSINESS

The Company shall be dissolved in the event of 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 unless a majority in interest of the members consent to continue the business of the Company.

## ARTICLE VIII – MANAGEMENT

The Company shall be managed by the managers in accordance with regulations adopted by the members for the management of the business and affairs of the Company. The regulations may contain any provisions for the management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and address of the initial managers of the Company are:

| NAME: | ADDRESS: |
|---|---|
| Edward Hibshman | 7200 NW 7th Street, Ste 320, Miami, FL 33126 |
| Jay Ziv | 7200 NW 7th Street, Ste 320, Miami, FL 33126 |

**IN WITNESS WHEROF**, the undersigned has made and subscribed these Articles of Organization in Miami-Dade, Florida, for the foregoing uses and purposes this 8th day of July, 1999.

Edward Hibshman, Member

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**CERTIFICATE OF DESIGNATION OF**
**REGISTERED AGENT AND REGISTERED OFFICE**

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

1. The name of the limited liability company is BELL HAVEN APARTMENTS L.L.C.

2. The name and address of the initial registered agent and office is Edward Hibshman, 7200 NW 7th Street, Suite 320, Miami, Florida 33126.

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Edward Hibshman

Date: 7/8/99

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**AFFIDAVIT**
**OF**
**MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member of **BELL HAVEN APARTMENTS, L.L.C.**, a Florida limited liability company (the "Company") certifies as follows:

1. The above named limited liability company has at least one member.

2. The total amount of cash contributed by each member is $50.00.

3. No property was contributed to the Company.

4. The total amount of cash and property contributed and anticipated to be contributed by members is $100.00.

In accordance with section 608.408(3), Florida Statutes, I declare that I have read the foregoing and that the facts stated herein are true.

Edward Hibshman, Member

Date: 7/8/99