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May 16, 2001

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100004242741--8
05/17/01--01103--012
***165.00 ***165.00

Re: Island Pointe Gardens Associates, L.L.C.
Our File No. 4570.002.

Ladies and Gentlemen:

In connection with the above referenced matter, enclosed for filing are the original and one (1) copy of the Application by a Foreign Limited Liability Company for Authorization to Transact Business in Florida, Certificate of Designation of Registered Agent, and an original Certificate of Fact issued by the Virginia State Corporation Commission.

Please note that the manager of this limited liability company is IPGA, L.L.C., which needs to be qualified in the State of Florida prior to qualification of this limited liability company. The application for IPGA, L.L.C. is also enclosed with this package.

Upon qualification, provide us with the following:

- (i) the appropriate qualification documents;
- (ii) two (2) Certificates of Status; and
- (iii) a certified copy of the application.

We hereby request expedited processing of this request and have enclosed a return Federal Express package for your convenience.

FILED
01 MAY 17 PM 10:40
STATE OF FLORIDA
TALLAHASSEE

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May 16, 2001

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Also enclosed is our firm's check in the amount of \$165.00 to cover the filing fees for the application (\$100.00), designation of registered agent (\$25.00), certified copy (\$30.00) and the two certificates of status (\$10.00).

Thank you for your assistance in this matter, and please call me immediately if you have any questions or need any additional information.

Sincerely,



Renee D. Williams
Paralegal

Enclosures

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01 MAY 17 PM 3:48
SERIAL 111111
FALLS CHURCH, VA

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

IN COMPLIANCE WITH SECTION 608.503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REGISTER A FOREIGN LIMITED LIABILITY COMPANY TO TRANSACT BUSINESS IN THE STATE OF FLORIDA:

1. ISLAND POINTE GARDENS ASSOCIATES, L.L.C.
(Name of foreign limited liability company)

2. Virginia 3. Applied for
(Jurisdiction under the law of which foreign limited liability company is organized) (FEI number, if applicable)

4. April 27, 2001 5. Perpetual
(Date of Organization) (Duration: Year limited liability company will cease to exist or "perpetual")

6. Upon qualification
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))

7. 555 East Main Street, 17th Floor
Norfolk, VA 23510
(Street address of principal office)

8. If limited liability company is a manager-managed company, check here

9. The usual business addresses of the managing members or managers are as follows:

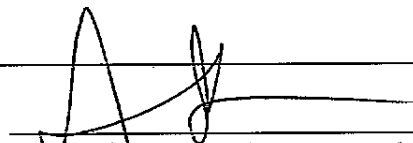
IPGA, L.L.C., Manager 555 East Main Street, 17th Floor
Norfolk, VA 23510

01 MAY 17 PM 04:08
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the official having custody of records in the jurisdiction under the law of which it is organized. (A photocopy is not acceptable. If the certificate is in a foreign language, a translation of the certificate under oath of the translator must be submitted.)

11. Nature of business or purposes to be conducted or promoted in Florida: Own, operate and manage

real estate


Signature of a member or an authorized representative of a member.
(In accordance with section 608.408(3), F.S., the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

By: IPGA, L.L.C., Its Manager, By: Jordan E. Slone, Manager

Typed or printed name of signee

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

ISLAND POINTE GARDENS ASSOCIATES, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

C T Corporation System

(Name)

c/o C T Corporation System, 1200 South Pine Island Road

Florida street address (P.O. Box **NOT** ACCEPTABLE)

Plantation

FL 33324

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 as provided for in Chapter 608, F.S.

C T Corporation System

Anthony Eldridge Asst. Sec.
(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)

Commonwealth of Virginia



State Corporation Commission

I Certify the Following from the Records of the Commission:

A certificate of organization was issued by the Commission to Island Pointe Gardens Associates, L.L.C., a limited liability company formed under the laws of VIRGINIA, effective as of April 27, 2001.

This certificate is in effect as of this date.

Nothing more is hereby certified.

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01 MAY 17 PM 03:48
SECRETARY OF THE STATE
FALLS CHURCH, VIRGINIA

*Signed and Sealed at Richmond on this Date:
May 3, 2001*



Joel H. Peck
Joel H. Peck, Clerk of the Commission