

Document Number Only

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CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

800002363068--6

-12/04/97--01046--026

*****285.00 *****285.00

Honawasee Oaks Properties, LLC

800002363068--6

-12/04/97--01046--027

*****8.75 *****8.75

☐ Profit

☐ NonProfit

☒ Limited Liability Co.

☒ Foreign

☐ Limited Partnership

☐ Reinstatement

☐ Certified Copy

☐ Call When Ready

☒ Walk In

☐ Mail Out

14714 U0057372
☐ Amendment

☐ Dissolution/Withdrawal

☐ Annual Report

☐ Reservation

☐ Photo Copies

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CERT \$8.75

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97 DEC -4 AM 11:49
DIVISION OF CORPORATION

CR2E031 (1-89)

BK 12/4/97

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. Hiawassee Oaks Properties, LLC
(Name of foreign limited liability company must end with the words "limited company" or their abbreviation "L.C." if not so contained in the name at present.)
2. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 41-1878252
(FEI number, if applicable)
4. May 22, 1997
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. This LLC has not yet transacted business in Florida.
(Date first transacted business in Florida. (See sections 608.501, 608.502 and 817.155, F.S.))
7. 4570 W. 77th Street, Suite 150
Edina, MN 55435
(Street address of principal office)

FILED
91 DEC 14 PM 1:32
TALLAHASSEE FLORIDA
SECRETARY OF STATE

8. List and indicate in title space provided the name, title, and business address of each managing member [MGRM] or manager [MGR]. It is not necessary to list members.
(attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
<u>Apartment Home</u>	<u>Managing Member</u>	<u></u>	<u></u>
<u>Equity Program, Inc.</u>		<u></u>	
<u>4570 W. 77th Street, Suite 150</u>		<u></u>	
<u>Edina, MN 55435</u>		<u></u>	
<u></u>		<u></u>	
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Filing Fee: \$ 52.50 for Application

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN
LIMITED LIABILITY COMPANY**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of _____
Hiawassee Oaks Properties, LLC deposits 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 \$ 850,000
- 3) if any, the agreed value of property other than cash contributed by member(s) is
\$ 2,450,000. 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
\$ 3,300,000. This total includes amounts from 2 and 3 above.

Member:
APARTMENT HOME EQUITY PROGRAM, Inc.

By: Dale Cremers, Its President

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

Filing Fee: \$52.50 for Affidavit

**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: Hiawassee Properties, LLC

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

Noel Busch
6012 Beau-Lane
Orlando, Florida 32808

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.


Noel Busch

December 2, 1997
(Date)

FILING FEE: \$35 for Designation of Registered Agent

FILED
DEC -4 PM 1:32
CLERK OF CIRCUIT
JANUARY 2, 1998
HIAWASSEE, FLORIDA

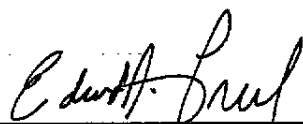
State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "HIAWASSEE OAKS PROPERTIES, LLC" IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRD DAY OF DECEMBER, A.D. 1997.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.




Edward J. Freel, Secretary of State

AUTHENTICATION:

2753972 8300

DATE:

8787814

971411785

12-03-97

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA