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AKERS & WISBAR, L.L.C.

10771 Perkins Road
Suite D
Baton Rouge, Louisiana 70810

Denise Nelson Akers
Rebecca Kittok Wisbar

(225) 767-1003
Fax (225) 767-2280

October 6, 1998

VIA OVERNIGHT DELIVERY

ATTN: Diane Cushing
Secretary of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

RE: Florida Condos (Juneau)
Our file no.: 98-1170

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-10/08/98--01100--001
****652.50 ****652.50

Dear Ms. Cushing:

Thank you very much for allowing us to direct this mailing to your attention. My client is anticipating a real estate closing in Florida on the afternoon of October 7, 1998. We need to have the enclosed documents registered in your office prior to that closing, or it may need to be canceled. Whatever steps you can take to process these applications and provide to me either a faxed acknowledgment of their filing or a verbal confirmation number early the afternoon of Wednesday October 7, 1998 would be greatly appreciated.

Enclosed please find the following:

- 1) Application by Foreign Limited Partnership for authorization to Transact Business in Florida, submitted by **Florida Condos I Limited Partnership**, to which is attached the affidavit declaring the amount of contributions by limited partners and a check in the amount of \$455.00 to cover the cost of filing, designation of registered agent, and six certified copies and certificates

Name	Available
Document	under seal
Examiner	DCC
Updater	2) Application by Foreign Limited Partnership for authorization to Transact Business in Florida, submitted by Lake Powell I Limited Partnership , to which is attached the affidavit declaring the amount of contributions by limited partners and a check in the amount of \$455.00
Updater	DCC
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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98 OCT - 5
PM 1:20
STATE
TALLAHASSEE
FLORIDA

6cc + 6cc
367.50
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+ SE DUE
REFUND

Ms. Diane Cushing

October 6, 1998

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to cover the cost of filing, designation of registered agent, and six certified copies and certificates under seal.

3) Application by Foreign Limited Partnership for authorization to Transact Business in Florida, submitted by **Lake Powell II Limited Partnership**, to which is attached the affidavit declaring the amount of contributions by limited partners and a check in the amount of \$455.00 to cover the cost of filing, designation of registered agent, and six certified copies and certificates under seal.

4) Application by Foreign Limited Partnership for authorization to Transact Business in Florida, submitted by **Lake Powell III Limited Partnership**, to which is attached the affidavit declaring the amount of contributions by limited partners and a check in the amount of \$455.00 to cover the cost of filing, designation of registered agent, and six certified copies and certificates under seal.

5) Application by Foreign Limited Liability Company for authorization to Transact Business in Florida, submitted by **Florida Development Group, L.L.C.**, to which is attached its Certificate of Existence from Louisiana and a check in the amount of \$652.50 to cover the cost of filing, designation of registered agent, and six certified copies and certificates under seal.

The name of the contact person for these applications is me, Denise Nelson Akers, Akers & Wisbar, L.L.C., 10771 Perkins Road Suite D, Baton Rouge, LA 70810, 225-767-1003(phone), 225-767-2280(fax). Please address your acknowledgments to me at the above address and phone number.

By authority from my client, and in compliance with your statute, the Secretary of State for the State of Florida is appointed the agent of the foreign limited partnerships for service of process if an agent's authority has been revoked or the agent cannot be found or served with the exercise of reasonable diligence.

Sincerely,

AKERS & WISBAR, L.L.C.



Denise Nelson Akers

DNA/ms

Enclosure

cc: Neil Juneau

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

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

1. Florida Development Group, L.L.C.
(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. Louisiana
(Jurisdiction under the law of which foreign limited liability company is organized)
3. _____
(PEI number, if applicable)
4. October 6, 1998
(Date of Organization)
5. December 31, 2040
(Duration: Year limited liability company will cease to exist or "perpetual")
6. October 7, 1998 (intended - this is being signed October 6, 1998)
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 3801 Plaza Tower Drive
Baton Rouge, LA 70816
(Street address of principal office)

8. List name, title, and business address of each managing member[MGRM] or manager[MGR] who will manage the foreign limited liability company in Florida: (attach additional page if necessary)

NAME & ADDRESS:	TITLE:	NAME & ADDRESS:	TITLE:
Stewart Juneau	Manager		
3801 Plaza Tower Drive			
Baton Rouge, LA 70816			

9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state 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.)

**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: Florida Development Group,

L.L.C.

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

C T CORPORATION SYSTEM

(Name)

c/o C T CORPORATION, 1200 South Pine Island Road,

(P.O. Box not acceptable)

Plantation, Florida 33324

(City/State/Zip)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Jennifer MCBurnett
(Signature)

October 6, 1998

(Date)

Jennifer MCBurnett, Asst. Secretary

FILINGFEE: \$ 35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of Florida Development
Group, L.L.C. certifies:

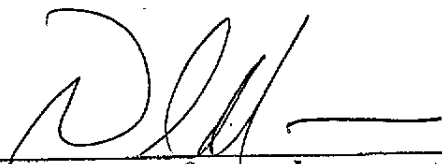
1) the above named limited liability company has at least one member;

2) the total amount of cash contributed by the member(s) is \$ 20;

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.)
and

4) the total amount of cash and property contributed and anticipated to be contributed
by member(s) is
(This total includes amounts from 2 and 3 above.)

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CLERK OF STATE
TALLAHASSEE, FLORIDA


Signature of a member or an 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.)

HOUSING DEVELOPERS IV, L.L.C.

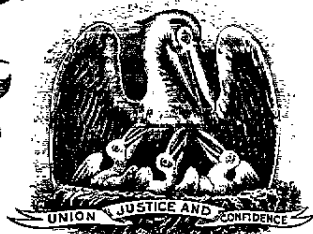
By: 

Typed or printed name of signee

Neil R. Juneau
Authorized Agent

Filing Fee: \$250.00 for Application and Affidavit

UNITED STATES OF AMERICA
State of Louisiana



Box McKeithen

SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that
the Articles of Organization of

FLORIDA DEVELOPMENT GROUP, L.L.C.

Domiciled at BATON ROUGE, LOUISIANA,

Were filed in this Office and a Certificate of Organization
was issued on October 06, 1998,

I further certify that no Certificate of Dissolution has
been issued.

SECRETARY OF STATE
BATON ROUGE, LOUISIANA

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FILED

*In testimony whereof, I have hereunto set
my hand and caused the Seal of my Office
to be affixed at the City of Baton Rouge on,*

October 6, 1998

Box McKeithen

BBE 34692964K

Secretary of State

