



THE UNITED STATES CORPORATION COMPANY

M99000000529

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ACCOUNT NO. : 072100000032

REFERENCE : 185634 4300325

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 285.00

ORDER DATE : March 26, 1999

ORDER TIME : 11:34 AM

100002834741--6

ORDER NO. : 185634-015

CUSTOMER NO: 4300325

CUSTOMER: Rachel Nelson, Legal Asst
Cadwalader, Wickersham & Taft
100 Maiden Lane

New York, NY 10038

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FOREIGN FILINGS

6

NAME: THURMAN PERMANENT A-1, LLC

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

~~FILE 3RD~~**

CONTACT PERSON: Tamara Odom

BK
4/9/99

RECEIVED 99 APR -9 PM 12:09 DIVISION OF CORPORATION

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF FOREIGN LIMITED LIABILITY COMPANY

The undersigned member or authorized representative of a member of Thurman Permanent A-1, LLC 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 \$ 0
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ 561,914
(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 \$ 561,914
(This total includes amounts from 2 and 3 above.)



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.)

Rhonda Matty

Typed or printed name of signer

Filing Fee: \$250.00 for Application and Affidavit

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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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:

Thurman Permanent A-1, LLC

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

Corporation Service Company
(Name)

1201 Hays Street
Florida street address (P.O. Box **NOT** ACCEPTABLE)

Tallahassee, FL 32301
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.

Corporation Service Company

By: 

(Signature)

Filing Fee: \$ 35 for Designation of Registered Agent

Property Descriptions for both Thurman Interim A-1 and A-3

Partnership Interests and limited liability company interests in eleven (11) property-owning entities, including Thurman Rio Grande Limited Partnership which owns that certain multi-family residential property known as Madison Pointe, Orlando, Florida.

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Property Descriptions for both Thurman Permanent A-1 and A-3

Partnership Interests and limited liability company interests in six (6) property-owning entities, including Thurman Park Hill, Limited Partnership which owns that certain multi-family residential property known as Park Hill, Kenall, Florida.

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "THURMAN PERMANENT A-1, 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 SECOND DAY OF APRIL, A.D. 1999.

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

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04-02-99



Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: