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SAVANNAH OFFICE

May 20, 1999

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VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: DAI Highlander Apartments, LLC  
Our File Number: 10834-8

600002884446--B  
-05/24/99 --01124--013  
\*\*\*\*293.75 \*\*\*\*293.75

Dear Sir or Madam:

Enclosed please find an original and one (1) conformed copy of Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for DAI Highlander, LLC (the "Company"), with attached Affidavit of Membership and Contributions and Certificate of Designation of Registered Agent/Registered Office executed by James Sauls. I am also enclosing our firm's check in the amount of \$293.75 representing payment of the filing fee for the Application and Affidavit (\$250.00), payment of the fee for the Designation of Registered Agent (\$35.00) and Certificate of Status (\$8.75).

Please file the enclosed documents at your earliest opportunity, issue a letter of acknowledgment of the Company's organization and a Certificate of Status and return them to me in the enclosed federal express mailer.

If you have any questions concerning this filing or my requests, please do not hesitate to contact me at the Savannah telephone number listed above.

Very truly yours,

*Kimberly O. Carter*

Kimberly O. Carter  
Legal Assistant to Edward O. Henneman, Jr.

enclosures

cc: Mr. Michael J. Kistler  
Edward O. Henneman, Jr., Esq.

FILED  
JUN 2 AM 9:07  
DIVISION OF STATE  
TALLAHASSEE, FLORIDA

6-4-99

# 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. DAI HIGHLANDER APARTMENTS, LLC, A GEORGIA LIMITED LIABILITY COMPANY  
(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. GEORGIA
3. N/A  
(FEI number, if applicable)
4. SEPTEMBER 4, 1997  
(Date of Organization)
5. perpetual  
(Duration: Year limited liability company will cease to exist or "perpetual")
6. May 15, 1999  
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 340 Eisenhower Drive, Suite 320  
Savannah, GA 31406  
(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:
DAI II, LLC	Member		
340 Eisenhower Drive			
Suite 320			
Savannah, GA 31406			

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JUN -2 AM 9:07

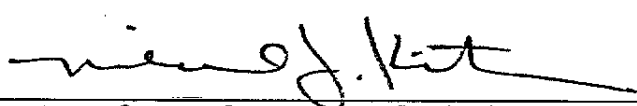
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9. Attached is an original certificate of existence, no more than 90 days old, duly authenticated by the Secretary of State or the proper official having custody of records in the state under the law of which it is organized. (A photocopy is not acceptable.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

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

The undersigned member or authorized representative of a member of DAI HIGHLANDER  
APARTMENTS, LLC, A GEORGIA LIMITED LIABILITY certifies:  
COMPANY

- 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 \$ 2,216,000.00  
(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 \$ 2,216,000.00  
(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.)

Michael J. Kistler, Manager for DAI II, LLC (Member of DAI Highlander  
\_\_\_\_\_  
Apartments, LLC, A Georgia  
Typed or printed name of signee Limited Liability  
Company)

**Filing Fee: \$250.00 for Application and Affidavit**

FILED  
99 JUN -2 AM 9: 07  
NOTARY OF STATE  
TALLAHASSEE, FLORIDA

**Attachment 1 of 1 to  
Affidavit of Membership and Contributions of  
Foreign Limited Liability Company**

- 3) The following is the property description for the agreed value of property other than cash contributed by the member

That certain piece, parcel of tract of land situate, lying and being in the City of Jacksonville, County of Duval, State of Florida, to wit:

That certain tract or parcel of land, being a portion of Lot 2 of a Subdivision of the John Broward Grant, Section 49, Township 1 South, Range 26 East, as recorded in Plat Book 1, Pages 7 and 8, of the former Public Records of Duval County, Florida, being more particularly described as commencing at the intersection of the Southerly right of way line of Dunn Avenue (a 100 foot right of way) with the Easterly right of way line of Monaco Drive (a 60 foot right of way); thence South 00°30'30" East along the Easterly right of way line of said Monaco Drive, 700 feet to a point for the Point of Beginning; thence continue South 00°30'30" East along said right of way line, 442.4 feet; thence North 89°30'30" East and parallel to the Southerly right of way line of Dunn Avenue, 540 feet to the Easterly boundary of the West 600 feet of said Lot 2; thence North 00°30'30" West along said Easterly boundary of the West 600 feet of Lot 2, 442.4 feet; thence South 89°30'30" West parallel to the Southerly right of way line of said Dunn Avenue, 540 feet to the Point of Beginning.

FILED  
99 JUN -2 AM 9:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

DAI HIGHLANDER APARTMENTS, LLC, A GEORGIA LIMITED LIABILITY COMPANY

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

James S. Sauls

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(Name)

522 Jefferson Street

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

Tallahassee

FL

32301

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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.*

  
(Signature)

**Filing Fee: \$ 35 for Designation of Registered Agent**

FILED  
99 JUN -2 AM 9: 07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Secretary of State**  
**Corporations Division**  
**315 West Tower**  
**#2 Martin Luther King, Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : K91311222  
CONTROL NUMBER : K731580  
DATE INC/AUTH/FILED: 09/04/1997  
JURISDICTION : GEORGIA  
PRINT DATE : 05/11/1999  
FORM NUMBER : 211

HUNTER, MACLEAN, EXLEY & DUNN, P.C.  
ATTN: KIMBERLY O. CARTER  
200 EAST SAINT JULIAN ST  
SAVANNAH, GA 31401

**CERTIFICATE OF EXISTENCE**

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

**DAI HIGHLANDER APARTMENTS, LLC**  
**A GEORGIA LIMITED LIABILITY COMPANY**

was formed in the jurisdiction stated above or was authorized to transact business in Georgia on the above date. Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence that said entity is in existence or is authorized to transact business in this state.



*Cathy Cox*

Cathy Cox  
Secretary of State