



THE UNITED STATES
CORPORATION
COMPANY

M99000001154

ACCOUNT NO. : 072100000032

REFERENCE : 315680 4304009

AUTHORIZATION : Patricia Pappas

COST LIMIT : \$ 285.00

ORDER DATE : July 22, 1999

ORDER TIME : 10:17 AM

ORDER NO. : 315680-005

CUSTOMER NO: 4304009

000002939990--4

CUSTOMER: Mr. Michael H. Hoffman
Shutts & Bowen
1500 Miami Center
201 S. Biscayne Boulevard
Miami, FL 33131

FOREIGN FILINGS

NAME: POINT ROYALE ASSOCIATES,
L.L.C.

XXXX QUALIFICATION (TYPE: LL)

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

FILED
99 JUL 23 PM 3: 24
RECEIVED
99 JUL 23 AM 11: 25
SECRETARY OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SC
7-26-99



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 23, 1999

CSC

RESUBMIT

SUBJECT: POINT ROYALE ASSOCIATES, L.L.C.
Ref. Number: W99000017058

Please give original
submission date as file date.

We have received your document for POINT ROYALE ASSOCIATES, L.L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The registered agent designated must be an active Florida corporation or a foreign corporation authorized to transact business in Florida. Please correct the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 299A00037853

*GP - Pointe Royale Partners
Doc # GP 99 00000698*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL 26 AM 11:28

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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. Point Royale Associates, 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. Delaware
(Jurisdiction under the law of which foreign limited liability company is organized)
3. 65-0934120
(FBI number, if applicable)
4. July 21, 1999
(Date of Organization)
5. Perpetual
(Duration: Year limited liability company will cease to exist or "perpetual")
6. July 21, 1999
(Date first transacted business in Florida. (See sections 608.501, 608.502, and 817.155, F.S.))
7. 2665 So. Bayshore Dr., Suite 202
Miami, Fl. 33133
(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:
<u>Point Royale Partners</u>	<u>MGRM</u>		
<u>2665 So. Bayshore Dr., Suite 202</u>			
<u>Miami, Fl. 33133</u>			

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 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

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 Point Royale Associates,
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 \$ 10.00;

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 \$ 10.00.
(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.)

(See attached signature page.)

Typed or printed name of signee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

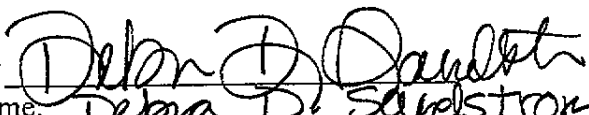
POINT ROYALE ASSOCIATES, L.L.C.

By: Point Royale Partners,
Member

By: ANI-Royale, Inc.,
its General Partner

By: 
David O. Deutch, Vice President

By: Affordable Housing Solutions for Florida,
Inc., its General Partner

By: 
Name: Debra D. Sandstrom
Title: Secretary

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION ~~608.415~~ ^{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:

Point Royale Associates, L.L.C.

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

Point Royale Partners

(Name)

2655 So. Bayshore Drive, Suite 202

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

Miami, FL 33133

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.

(See attached signature page.)

(Signature)

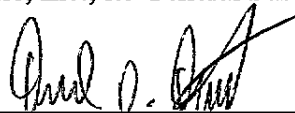
SECONDARY OF STATE,
TALLAHASSEE, FLORIDA

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POINT ROYAL PARTNERS

By: ANI-Royale, Inc., its General Partner

By: 
David O. Deutch, Vice President

By: Affordable Housing Solutions for Florida,
Inc., its General Partner

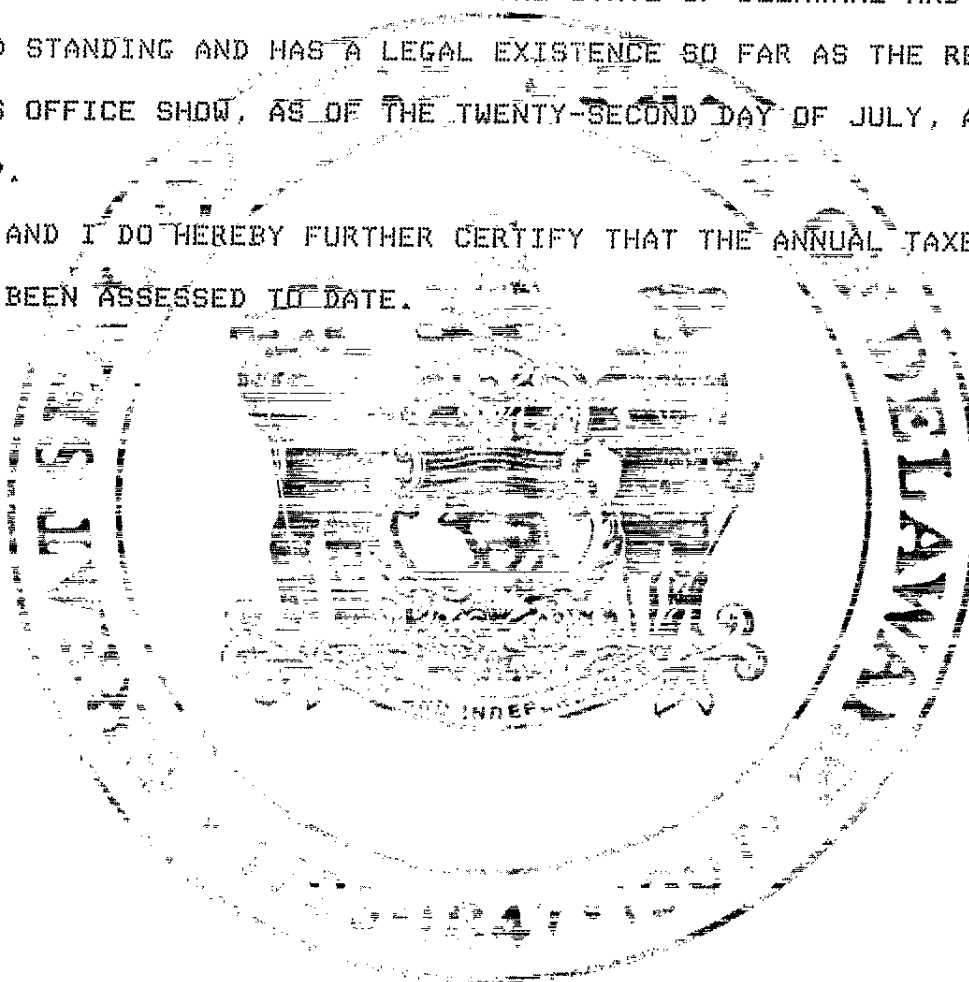
By: 
Name: Debra D. Sandstrom
Title: Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "POINT ROYALE ASSOCIATES, L.L.C." 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 TWENTY-SECOND DAY OF JULY, A.D. 1999.

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



Edward J. Freel

Edward J. Freel, Secretary of State

3072405 8300

991301001

AUTHENTICATION:

9879274

DATE:

07-22-99