

**ARTICLES OF ORGANIZATION  
OF  
NKCAC RIDGEWOOD NORTH LLC**

The undersigned, pursuant to the Kentucky Limited Liability Company Law codified in Section 275.001 et. Seq. of the Kentucky Revised Statutes, as amended from time to time (the "Act"), hereby files the following Articles of Organization with the probate judge of the county in which the initial registered office of the limited liability company will be located and attests that the facts stated in these Articles of Organization are true and correct:

**ARTICLE I  
NAME**

The name of this Limited Liability Company shall be NKCAC Ridgewood North LLC.

**ARTICLE II  
DURATION**

The period of duration is perpetual unless the Limited Liability Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or Operating Agreement.

**ARTICLE III  
PURPOSES**

The purpose of the Limited Liability Company is:

(i) to act as a general partner of Ridgewood North L.P. and cause such limited partnership to own, construct, develop, buy, sell, maintain and operate an apartment project commonly known as Ridgewood North Apartments; and

(ii) to engage in all related activities as are incidental, necessary or appropriate to the foregoing to the extent the same may be legally exercised by limited liability companies under the Act.

**ARTICLE IV  
REGISTERED AGENT/OFFICE**

The location and mailing address of the initial registered office of the Limited Liability Company shall be 717 Madison Avenue, Covington, Kentucky 41011 and its registered agent at such address shall be Florence Tandy as Executive Director of the Northern Kentucky Community Action Commission, Incorporated, a Kentucky non-profit corporation.

**ARTICLE V  
MEMBERS**

The name and address of the initial Members of the Limited Liability Company are:

<u>MEMBER</u>	<u>ADDRESS</u>
Northern Kentucky Community Action Commission, Incorporated, a Kentucky non-profit corporation	717 Madison Avenue, Covington, Kentucky 41011

**ARTICLE VI  
ADDITIONAL MEMBERS**

The Members reserve the right to admit additional Members upon the terms and conditions of the Limited Liability Company's Operating Agreement.

**ARTICLE VII  
OPERATING AGREEMENT**

The Operating Agreement of the Limited Liability Company, if adopted, shall be executed by each Member of the Limited Liability Company and shall set forth all provisions for the regulation of the internal affairs of the Limited Liability Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of the Commonwealth of Kentucky or these Articles. The Operating Agreement shall include, without limitation, provisions regarding members, company capital, allocations, distributions, management of the company, transfer of interest, dissolution, accounting and records, the tax matters partner and indemnification. Those provisions together with any other provisions included in the Operating Agreement are hereby incorporated by reference.

**ARTICLE VIII  
DISSOLUTION CAUSED BY CESSATION OF MEMBERSHIP**

The cessation of membership of one or more Members for any reason shall not cause the dissolution of the Limited Liability Company.

**ARTICLE IX  
MANAGEMENT**

The Limited Liability Company shall be managed by the Member.

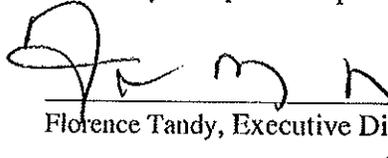
**ARTICLE X  
ORGANIZER**

The name and address of the Organizer of the Limited Liability Company is Northern Kentucky Community Action Commission, Incorporated, a Kentucky non-profit corporation, 717 Madison Avenue, Covington, Kentucky 41011.

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IN WITNESS WHEREOF, the undersigned Organizer has executed these Articles of Organization, on this, the 7 day of March, 2012.

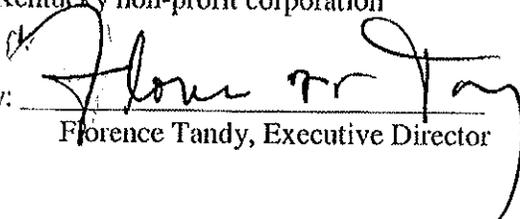
**NORTHERN KENTUCKY COMMUNITY  
ACTION COMMISSION, INCORPORATED**, a  
Kentucky non-profit corporation

  
\_\_\_\_\_  
Florence Tandy, Executive Director

**CONSENT TO APPOINTMENT OF REGISTERED AGENT**

The undersigned hereby consents to and accepts its appointment as the registered agent of NKCAC Ridgewood North LLC, a Kentucky limited liability company.

**NORTHERN KENTUCKY COMMUNITY  
ACTION COMMISSION, INCORPORATED**,  
a Kentucky non-profit corporation

By:   
\_\_\_\_\_  
Florence Tandy, Executive Director

THIS DOCUMENT WAS PREPARED BY:

Sujyot S. Patel, Partner, Esq.  
Peck, Shaffer & Williams LLP  
50 East River Center Blvd., Suite 1150  
Covington, Kentucky 41011