

**STATE OF FLORIDA
FLORIDA HOUSING FINANCE CORPORATION**

CARLISLE GROUP VI, LTD.,

Petitioner,

vs.

CASE NO.: _____

**FLORIDA HOUSING FINANCE
CORPORATION,**

APPLICATION NO. 2006-066BS

Respondent.

PETITION FOR WAIVER OF RULE 67-21.003(14), RULE 67-21.003(1)(A), RULE 67-48.004(14) AND RULE 67-48.004(1)(A) AND PARTS II.A.2.A.(1) AND (2) OF THE UNIVERSAL APPLICATION INSTRUCTIONS FOR A CHANGE IN THE IDENTITY OF THE PETITIONER'S DEVELOPER AND THE PETITIONER'S OWNERSHIP STRUCTURE

Carlisle Group VI, Ltd. (the "Petitioner") hereby petitions the Florida Housing Finance Corporation (the "Corporation") for a waiver of the Corporation's prohibition on changes in the identity of an applicant's developer and an applicant's ownership structure. See Rule 67-21.003(14) and Rule 67-48.004(14), F.A.C. (the "Developer Rule"), and Rule 67-21.003(1)(a) and Rule 67-48.004(1)(a), F.A.C. (together with the Developer Rule, the "Rules"); and Part II.A.2.a.(1) and (2), Universal Application Instructions (the "Universal Application Instructions").

In support of its petition, the Petitioner states:

1. The address, telephone number, facsimile number and e-mail address of the Petitioner are:

Carlisle Group VI, Ltd.
2950 S.W. 27th Avenue
Suite 200
Miami, Florida 33133
(305) 476-8118
(305) 476-9674 (Fax)
lboggio@thecarlislegroup.com

2. The contact person, along with contact information and relationship, for the Petitioner's Application – MMRB/SAIL/Housing Credit (HC) Program (the "Application") is:

Mr. Lloyd Boggio
2950 S.W. 27th Avenue
Suite 200
Miami, Florida 33133
(305) 476-8118
(305) 476-9674 (Fax)
lboggio@thecarlislegroup.com
Manager – Carlisle Group VI, LLC (one of Petitioner's co-general partners)

3. For purposes of this Petition, the address, telephone number and facsimile number of the Petitioner's attorney are:

Gary J. Cohen, Esq.
Shutts & Bowen LLP
1500 Miami Center
201 S. Biscayne Blvd.
Miami, FL 33131
(305) 347-7308
(305) 347-7808

4. The Petitioner timely submitted its Application in the 2006 cycle (Application #2006-066S) for the development named "Parkview Gardens" (the "Development"), and was awarded an MMRB allocation of \$8,000,000 and a SAIL allocation of \$4,000,000.

5. The above-referenced proceeds, together with equity raised from Housing Credits will be used for the development of Parkview Gardens, a new 40-unit apartment development (the "Development") intended to serve low-income individuals and families in Miami-Dade County, Florida.

6. The requested rule waiver will not adversely affect the Development. However, a denial of this Petition (a) will result in substantial economic hardship to Parkview Gardens, (b) could deprive Miami-Dade County of essential, affordable housing units in a timely manner, and (c) would violate principles of fairness. Section 120.542(2), Fla. Stat. (2007).

7. The waivers being sought are permanent in nature.

CHANGE IN IDENTITY OF DEVELOPER AND OWNERSHIP STRUCTURE

8. At the time of the Petitioner's submittal of its Application, the Petitioner's co-Developers (as the term is used in the Developer Rule and the Universal Application Instructions) were Carlisle Group VI Development LLC ("Carlisle") and Tacolcy Economic Development Corporation, Inc. ("Tacolcy").

9. Further, at the time of the Petitioner's submittal of its MMRB/SAIL/Housing Credit Application, the Petitioner's co-General Partners were Carlisle Group VI, LLC ("Carlisle GP") and Tacolcy, as identified in its Application.

10. Subsequent to the Petitioner filing its Application and receiving an award of 2006 MMRB and SAIL, Carrfour approached Carlisle concerning the prospective development, as the development is located in an area (Liberty City) in which Carrfour is active and familiar (having recently won its 2007 Housing Credit application, Dr. Barbara Carey-Shuler Manor, 2007-036CS, for a site located close by). The relatively small size of the development is also well suited to a nonprofit developer such as Carrfour, which historically has undertaken smaller (less than 100 unit) developments. Given the size and magnitude of the Parkview Gardens transaction and Carrfour's interest therein, Carlisle determined to (subject to Corporation consent) transfer its interest in the development to Carrfour.

11. As a result of the foregoing, Carlisle and Tacolcy have agreed that Carlisle shall withdraw from the Petitioner as co-General Partner and will also withdraw as co-Developer. The parties have agreed to execute all documents necessary in connection therewith.

12. Accordingly, the Petitioner seeks to (i) remove Carlisle as a co-Developer, and have Tacolcy and Carrfour Supportive Housing, Inc. ("Carrfour") be identified for purposes of the Application and all other purposes as the Petitioner's co-Developers; and (ii) remove Carlisle GP as a co-General Partner, and have the Tacolcy and Carrfour (or a wholly owned subsidiary thereof) be identified for purposes of the Application and all other purposes as the Petitioner's co-General Partners. Carrfour has the required experience to serve as co-Developer of the Development. To verify the required experience of Carrfour, Petitioner has attached hereto an executed Developer Certification Form and the Developer's Prior Experience Chart for Carrfour behind the tab labeled "Exhibit 11." As a result of the withdrawal of the Carlisle GP, Tacolcy GP will own a 0.0051% general partner interest and Carrfour (or its subsidiary) will own a 0.0049% general partner interest; in other words, Carrfour will succeed to the 0.0049% general partner interest formerly held by the Carlisle GP.

13. A waiver of the applicable Rules and Universal Application Instructions is necessary to change the identification of the Petitioner's Developer and to change the Petitioner's ownership structure.

14. Section 420.501 through 420.55 of the Florida Statutes sets forth the Florida Housing Corporation Act (the "Act") governing the allocation of multi-family mortgage revenue bonds ("MMRB") and State Apartment Incentive Loans ("SAIL"). Procedures for such allocations ("Procedures") are established in Rule Chapter 67, Florida Administrative Code. Accordingly, as set forth below, the Rules and the Universal Application Instructions subject to Petitioner's waiver request are implementing, among other sections of the Act, the statutory authorization for the Corporation's establishment of Procedures.

15. The prohibition on changing the identity of an Applicant's (as the term is used in the Developer Rule and the Universal Application Instructions) Developer is found in the Developer Rule, which provides that:

“(14) Notwithstanding any other provision of these rules, there are certain items that must be included in the Application and cannot be revised, corrected or supplemented after the Application Deadline. Failure to submit these items in the Application at the time of the Application Deadline shall result in rejection of the Application without opportunity to submit additional information. Any attempted changes to these items will not be accepted. Those items are as follows:

...

(b) Identity of each Developer, including all co-Developers;...”

16. Rules 67-48.004(1)(a) and 67-21.003(1)(a) defines the “Universal Application Package” and adopts its contents (including the Universal Application Instructions discussed more fully below) and incorporates them by reference into the foregoing Rule. Page 4 of the 2006 Universal Application Instructions (Part II.A.2.a.(2)) provides as follows:

“If applying for MMRB, SAIL or HOME, the Applicant entity shall be the borrowing entity and cannot be changed until after loan closing. Replacement of the Applicant or a material change (33.3% or more of the Applicant, a General Partner of the Applicant, or a member of the Applicant) in the ownership structure of the named Applicant prior to this time shall result in disqualification from receiving an allocation and shall be deemed a material misrepresentation. Changes after loan closing require Board approval.”

Part II.A.2.a.(1) provides the same rule with respect to applicants for Housing Credits. As such, such Instruction/Rule is also applicable to Petitioner, and Petitioner also seeks a waiver from such Instruction/Rule.

17. The facts stated in Paragraphs 4 through 13 above demonstrate the circumstances that justify the waivers to change the identification of the Petitioner’s Developer and the Petitioner’s change of ownership.

18. The requested waiver to change the identification of the Petitioner’s Developer and to change the Petitioner’s ownership structure will not adversely impact the Development or the Corporation or be prejudicial to the Development or to the market to be served by the Development, because Carrfour has the required experience to serve as a Developer of the Development. However, the denial of the requested waiver will create a substantial hardship for the Petitioner which the Petitioner believes will result in unnecessary delay and expense and make it impossible to complete the Development on time and within budget.

19. Further, the requested Rules and Universal Application Instruction waivers to change the identification of the Petitioner’s Developer and the Petitioner’s ownership structure will further the Corporation’s and the Act’s purpose of ensuring the maximum use of available credits in order to encourage development of low-income housing and associated mixed-use projects in urban areas.

20. Should the Corporation require additional information, the Petitioner is available to answer any questions and to provide any additional information necessary for consideration of this petition.

WHEREFORE, the Petitioner respectfully requests that the Corporation:

A. Consider this Petition in conjunction with the Petitioner's Application;

B. Grant this Petition and all the relief requested herein; and

C. Waive the prohibition on changing the identity of the Petitioner's Developer and the Petitioner's ownership structure by: (i) allowing the removal of Carlisle as a co-Developer, and allowing Tacolcy and Carrfour to be identified for purposes of the Application and all other purposes as the Petitioner's co-Developers; and (ii) allowing the removal of the Carlisle GP, as a co-General Partner, as identified in the Application, and allowing the admission of Carrfour or its subsidiary as a co-General Partner and allowing Tacolcy and Carrfour (or its subsidiary) to be identified for purposes of the Application and all other purposes as the Petitioner's co-General Partners; and

D. Grant such further relief as may be deemed appropriate.

Respectfully submitted,

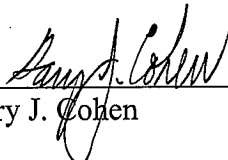
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By: 

Gary J. Cohen

CERTIFICATE OF SERVICE

The Petition is being served by overnight delivery for filing with the Corporation Clerk for the Florida Housing Finance Corporation, 227 North Bronough Street, Suite 5000, Tallahassee, Florida 32301, with copies served by overnight delivery on the Joint Administrative Procedures Committee, Room 120, 600 Calhoun Street, The Holland Building, Tallahassee, Florida 32399-1300, this 24th day of September, 2007.



Gary J. Cohen

**2006 RRLP - DEVELOPER OR PRINCIPAL OF DEVELOPER
CERTIFICATION**

Name of Development: Parkview Gardens Apartments

Name of Developer: Carrfour Supportive Housing, Inc.

Name of principal of Developer, if applicable: _____

Address of Developer: 155 South Miami Avenue, Suite 850
Miami, FL 33131

Telephone No. of Developer: 305-371-8300

Fax No. of Developer: 305-371-1376

E-Mail Address (if available): dmayer@carrfour.org

Sole Shareholder of general partner of applicant

Relationship to Applicant: _____

As the Developer or principal of the Developer of the referenced Development, I certify that I have the requisite skills, experience and credit worthiness to successfully produce the units proposed by this Application. I further certify that the design, plans, and specifications for the proposed Development will comply with all federal, state and local requirements and the requirements of the Federal Fair Housing Act as implemented by 24 CFR 100, Section 504 of the Rehabilitation Act of 1973, and Titles II and III of the Americans with Disabilities Act of 1990 as implemented by 28 CFR 35, incorporating the most recent amendments and other legislation, regulations, rules, and other related requirements which apply or could apply to the proposed Development. I have developed and completed; i.e., the certificate of occupancy has been issued for at least one building, at least two affordable rental housing developments, at least one of which consists of a total number of units no less than 50 percent of the total number of units in the Development proposed by this Application, as evidenced by the prior experience chart provided in this Application. I understand I am the Developer or principal of the Developer of record for this Development and that, if funded by the Corporation, I will remain in this capacity until the Development has been completed. I certify that neither the Developer, Applicant, any Principal or Financial Beneficiary has any existing Developments participating in Corporation programs that remain in non-compliance with the IRC, applicable rule chapter, or applicable loan documents and for which any applicable cure period granted for correcting such non-compliance has ended. I further certify that the information provided within this Application is true and correct.

<u>Stephanie Berman</u>	<u>09/24/2007</u>	<u>Stephanie Berman</u>
Signature of Developer or principal of Developer	Date (mm/dd/yyyy)	Print or Type Name of Signatory
<u>Almartha Forbes</u>	<u>09/24/2007</u>	<u>Almartha Forbes</u>
Witness to Developer's or principal of Developer's Signature	Date (mm/dd/yyyy)	Print or Type Name of Signatory

APPLICANT'S CERTIFICATION

I certify that the Developer identified above will serve as the Developer of the proposed Development.

<u>Stephanie Berman</u>	<u>09/24/2007</u>	<u>Stephanie Berman</u>
Applicant's Signature	Date (mm/dd/yyyy)	Print or Type Name of Signatory
<u>Almartha Forbes</u>	<u>09/24/2007</u>	<u>Almartha Forbes</u>
Witness to Applicant's Signature	Date (mm/dd/yyyy)	Print or Type Name of Signatory

If this certification contains corrections or 'white-out', or if it is scanned, imaged, altered, or retyped, the Application will fail to meet threshold and will be rejected. The certification may be photocopied.

Name of Developer or principal of Developer: Carrfour Supportive Housing, Inc.			
Name of Development	Location (City & State)	Affordable Housing Program that Provided Financing	Total Number of Units
Rivermont House	Miami, Florida	Housing Credits	76 Units
Del Prado Gardens	Miami, Florida	Housing Credits & SAIL	32 Units
Little River Bend	Miami, Florida	SAIL	66 Units
Harding Village	Miami Beach, Florida	Housing Credits & SAIL	92 Units