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AFFILIATE OFFICE:
DETROIT

September 1, 2000

FEDERAL EXPRESS

Secretary of State
George Firestone Building
409 E. Gaines Street
Tallahassee, Florida 32314

Re: BRCH Oaks Plaza, L.C.

100003382651--1
-09/06/00--01017--008
****125.00 ****125.00

Dear Sir or Madam:

Enclosed for filing are an original and one copy of Articles of Organization for BRCH Oaks Plaza, L.C., along with our check in the amount of \$125.00 to cover the fee for filing same. Please expedite this filing if at all possible.

Please return you receipt and acknowledgment of this filing to the undersigned in the enclosed return Federal Express envelope.

With best regards, I am

Sincerely,

Cathy

Catherine W. Eagles
Corporate Paralegal

/cwe
Enclosures

cc: Philip M. Sprinkle, II, Esquire
0622195.01

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DIVISION OF CORPORATIONS
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**ARTICLES OF ORGANIZATION
OF
BRCH OAKS PLAZA, L.C.**

FIRST: The name of this limited liability company shall BRCH Oaks Plaza, L.C. (the "Limited Liability Company").

SECOND: The period of duration for the Limited Liability Company shall be perpetual unless sooner dissolved in accordance with the laws of the State of Florida.

THIRD: The mailing and street address of the principal office of the Limited Liability Company shall be 800 Meadows Road, Boca Raton, Florida 33486.

FOURTH: The name of the initial registered agent of the Limited Liability Company, shall be Matthew A. Moore. The street address of the initial registered office of the Limited Liability Company, shall be 745 Meadows Road, Boca Raton, Florida 33486.

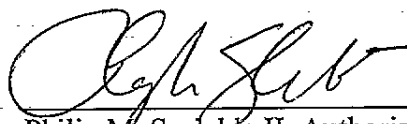
FIFTH: The Limited Liability Company is organized for and shall be authorized to engage in any and all lawful business purposes as provided under the applicable laws of the State of Florida.

SIXTH: Additional Members of the Limited Liability Company may be admitted from time to time only as shall be determined by a majority vote of the Managers of the Limited Liability Company in accordance with the applicable provisions set forth in the Regulations of the Limited Liability Company, as amended from time to time.

SEVENTH: The Limited Liability Company shall be managed by a Manager or Managers appointed or elected for that purpose. The Limited Liability Company shall have one (1) Manager initially. The name and address of the initial Manager of the Limited Liability Company, until the first annual meeting of the Members or until a successor or successors is elected and qualified, is as follows:

B R C H Corporation
800 Meadows Road
Boca Raton, Florida 33486

IN WITNESS WHEREOF, the undersigned, an authorized representative of the Sole Managing Member of the Limited Liability Company, has executed these Articles of Organization on this 11th day of August, 2000.



Philip M. Sprinkle II, Authorized
Representative of the Sole Managing
Members

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**CERTIFICATE DESIGNATING
REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Sections 48.091 and 608.415, Florida Statutes, the following is submitted:

BRCH Oaks Plaza, L.C., desiring to organize as a limited liability company under the laws of the State of Florida, has designated 745 Meadows Road, Boca Raton, Florida 33486 as its initial registered office and has named Matthew A. Moore, who is located at that address, as its initial registered agent.

Having been named registered agent for the above stated limited liability company, at the designated registered office, the undersigned hereby accepts said appointment, declares that he is familiar with the obligations of such appointment, agrees to act in that capacity and further agrees to comply with the provisions of Florida Statutes relative thereto.


Matthew A. Moore, Registered Agent

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