



L01000021637

ACCOUNT NO. : 072100000032

REFERENCE : 364850 4814233

AUTHORIZATION : *Patricia Pijets*

COST LIMIT : \$ 125.00

ORDER DATE : December 13, 2001

ORDER TIME : 3:59 PM

ORDER NO. : 364850-005

CUSTOMER NO: 4814233

CUSTOMER: Ms. Valerie Diamond 900004725649--1
Morris Manning & Martin

600 Atlanta Financial Center
343 Peachtree St, Northeast
Atlanta, GA 30326

RECEIVED

01 DEC 13 PM 4:39

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

VILLAS AT MARSH LANDING, LLC

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156
EXAMINER'S INITIALS:

JB
12-14-01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AND
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**ARTICLES OF ORGANIZATION
OF
VILLAS AT MARSH LANDING, LLC**

ARTICLE I – Name

The name of the Limited Liability Company is **VILLAS AT MARSH LANDING, LLC** (the “Company”).

ARTICLE II – Address

The mailing address and street address of the principal office of the Company is: c/o Julian LeCraw & Company, Inc., 100 Atlanta Technology Center, Suite 200, 1575 Northside Drive, N.W., Atlanta, Georgia 30319.

ARTICLE III – Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company’s Operating Agreement or Florida law.

ARTICLE IV – Management

The Company will be managed by a manager (the “Manager”) and is, therefore, a manager-managed company. The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Operating Agreement of the Company. The Manager shall also hold the offices and have responsibilities accorded to him by the members and as set forth in the Operating Agreement of the Company. The name and address of the Manager who is to serve until the first annual meeting or until its successor is otherwise selected is as follows:

GEREE SUNCOAST, LLC
c/o Julian LeCraw & Company, Inc.
100 Atlanta Technology Center, Suite 200
1575 Northside Drive, NW
Atlanta, Georgia 30319

ARTICLE V – Admission of Additional Members

Additional members may be admitted and the terms and conditions of such admissions shall require the vote of all existing members, and shall be conditioned on the new member’s agreement to abide by all existing agreements of the members regarding the conduct of the Company.

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ARTICLE VI - Members Rights to Continue Business

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of a member's termination of membership.

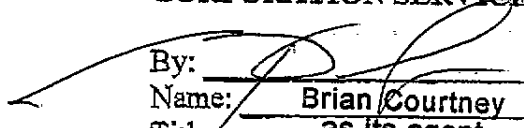
ARTICLE VII - Registered Agent and Office

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida, and the name of its initial registered agent at such office is **CORPORATION SERVICE COMPANY**.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of **VILLAS AT MARSH LANDING, LLC**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415.

CORPORATION SERVICE COMPANY

By: 
Name: Brian Courtney
Title: as its agent
Dated: 12-13, 2001

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 12 day of December, 2001

GEREE SUNCOAST, LLC, its sole Member

By: **LECRAW SUNCOAST INVESTORS, LLC**,
its Manager

By: **JLC SUNCOAST REALTY, LLC**,
its Manager

By: 
Name: Stephen D. Broome
Title: Manager

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