

Division of Corporations

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Florida Department of State
Division of Corporations
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LIMITED LIABILITY COMPANY

Waterford Trails MGI, LLC

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**ARTICLES OF ORGANIZATION
OF
WATERFORD TRAILS MGI, LLC
(A Florida Limited Liability Company)**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopt the following Articles of Organization.

I. Name

The name of the limited liability company is WATERFORD TRAILS MGI, LLC (the "Company").

II. Address

The principal and mailing address of the Company is:

15340 Jog Road
Suite 200
Delray Beach, FL 33446

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III Registered Agent and Address


The name and street address of the Registered Agent for the Company are:

F & L Corp.
The Greenleaf Building
200 Laura Street
3rd Floor
Jacksonville, FL 32201-0240

IV. Management

The company is to be member-managed.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization on this 27th day of February, 2003.


R. Duke Woodson, an authorized
representative of a member

**ACCEPTANCE OF APPOINTMENT
BY INITIAL REGISTERED AGENT**

THE UNDERSIGNED, having been named in Paragraph III of the foregoing Articles of Organization as initial registered agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with, and hereby accepts, the obligations set forth in Section 608.415, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to it as registered agent of the limited liability company

DATED, this 25th day of February, 2003.

REGISTERED AGENT:

F & L CORP.
a Wisconsin corporation

By: Edmund T. Baxa, Jr.
Edmund T. Baxa, Jr.
Agent and Authorized Signatory

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