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**LIMITED LIABILITY COMPANY**

**CARR RESIDENTIAL II, LLC**

Certificate of Status	1
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ATTN: M. WAGONER

**ARTICLES OF ORGANIZATION  
OF  
CARR RESIDENTIAL II, LLC**

Pursuant to section 608.407, Florida Statutes, the undersigned hereby files these Articles of Organization as follows:

**ARTICLE I - NAME**

The name of the Limited Liability Company is CARR RESIDENTIAL II, LLC.

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 1560 S. Dixie Highway, Suite 209, Coral Gables, FL 33146.

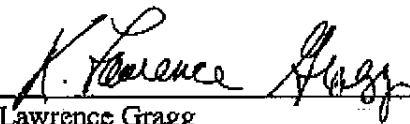
**ARTICLE III - DURATION**

The period of duration for the Limited Liability Company is perpetual.

**ARTICLE IV - MANAGEMENT**

The Limited Liability Company is to be manager managed.

IN WITNESS WHEREOF, the undersigned authorized representative has hereunto set his hand and seal this 18<sup>th</sup> day of May, 2004.

  
\_\_\_\_\_  
K. Lawrence Gragg  
Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned submits the following statement in designating the registered office/registered agent:

CARR RESIDENTIAL II, LLC, desiring to organize as a limited liability company under the laws of the State of Florida, has designated 200 S. Biscayne Boulevard, Suite 4900, Miami, Florida 33131, as its initial Registered Office and has named K. Lawrence Gragg, located at said address as its initial Registered Agent.

By: *K. Lawrence Gragg*  
K. Lawrence Gragg  
Authorized Representative

Having been named Registered Agent for the above stated limited liability company, at the designated Registered Office, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the undersigned's position as registered agent.

By: *K. Lawrence Gragg*  
K. Lawrence Gragg  
Registered Agent

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