

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000027674
FILED 8:00 AM
March 15, 2006
Sec. Of State
dbruce

Article I

The name of the Limited Liability Company is:

BAX-WHISPERING LAKES-II, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

15500 NEW BARN ROAD
SUITE 104
MIAMI LAKES, FL. 33014

The mailing address of the Limited Liability Company is:

15500 NEW BARN ROAD
SUITE 104
MIAMI LAKES, FL. 33014

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

JEFFREY L BAXTER ESQ.
15500 NEW BARN ROAD
SUITE 104
MIAMI LAKES, FL. 33014

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Registered Agent Signature: JEFFREY L. BAXTER

Article V

The name and address of managing members/managers are:

Title: MGRM
JEFFREY L BAXTER
15500 NEW BARN ROAD, SUITE 104
MIAMI LAKES, FL. 33014

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Signature of member or an authorized representative of a member

Signature: JEFFREY L. BAXTER