

L 990000009232

ATTORNEYS TITLE

Requestor's Name

660 E. Jefferson St.

Address

Tallahassee, FL 32301

850-222-2785

City/St/Zip

Phone #

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1- INTERCHANGE CENTER INVESTORS L L C

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 DEC 27 AM 9:40

FILED

WL
12/28

Walk-in

Pick-up time ASAP

Certified Copy

Mail-out

Will wait

Photocopy

Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	Non-Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

File 2nd

Examiner's Initials

99 DEC 27 PM 3:21
RECEIVED

**ARTICLES OF ORGANIZATION
OF
INTERCHANGE CENTER INVESTORS, L.L.C.**

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, *Florida Statutes*, do hereby certify as follows:

**ARTICLE I
NAME**

The name of the limited liability company is INTERCHANGE CENTER INVESTORS, L.L.C. (the "Company").

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Company is Realvest Partners, Inc., 2200 Lucien Way, Suite 350, Maitland, Florida 32751-7019.

**ARTICLE III
MANAGEMENT**

The Company will be a member-managed company and the Managers need not be Members. The initial Members (the "Members") of the Company will be RC Interchange-Tampa, L.L.C. and AB Interchange, Inc.

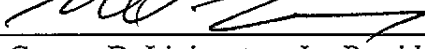
**ARTICLE IV
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Company is 369 N. New York Avenue, 3rd Floor, Winter Park, Florida 32789, and the name of the initial registered agent of the Company at that address is J. Lindsay Builder, Jr.

IN WITNESS WHEREOF, the undersigned have caused these Articles of Organization to be executed this 22nd day of December, 1999.

RC INTERCHANGE-TAMPA, L.L.C.
a Florida limited liability company, Manager

By: REALVEST PARTNERS, INC.

By: 
George D. Livingston, Jr., President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, *Florida Statutes*, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the limited liability company is: INTERCHANGE CENTER INVESTORS, L.L.C.

2. The name and the Florida street address of the registered agent and office are:

J. Lindsay Builder, Jr.
c/o Graham, Clark, Jones, Builder, Pratt & Marks
369 N. New York Avenue
Winter Park, Florida 32789

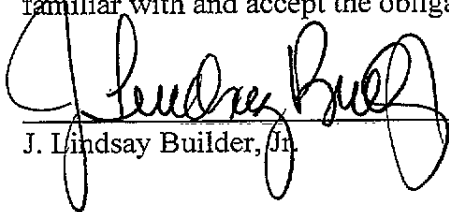
INTERCHANGE CENTER INVESTORS, L.L.C.

By: RC INTERCHANGE-TAMPA, L.L.C.
a Florida limited liability company, Manager

By: REALVEST PARTNERS, INC.

By: 
George D. Livingston, Jr., President

Having been named as registered agent and to accept service of process for INTERCHANGE CENTER INVESTORS, L.L.C., 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.


J. Lindsay Builder, Jr.

Date: December 22, 1999

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SECRETARY OF STATE
TALLAHASSEE FLORIDA