

Division of Corporations

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Florida Department of State
Division of Corporations
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From:

Account Name : LANDIS, GRAHAM, FRENCH, HUSFELD, SHERMAN & FORD, P.A.
Account Number : I20010000031
Phone : (386)252-4717
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LIMITED LIABILITY COMPANY

8307 Ponce, LLC

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Certified Copy	0
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ARTICLES OF ORGANIZATION
OF
8307 PONCE, LLC

The undersigned, acting as organizer of 8307 Ponce, LLC, under the Florida Limited Liability Company Act ("the Act"), adopts the following Articles of Organization for said limited liability company:

ARTICLE I
NAME

The name of the limited liability company shall be 8307 Ponce, LLC ("the LLC").

ARTICLE II
PERIOD OF DURATION

The period of duration shall commence upon the filing of these Articles with the Department of State, and shall be perpetual thereon, unless the LLC is sooner dissolved as provided by these Articles of Organization or by the Operating Agreement for the LLC.

ARTICLE III
PURPOSE

The LLC is organized pursuant to the Florida Limited Liability Company Act to conduct any lawful business, subject to any provisions of law governing or regulating such business within Florida, including the authority to hold, purchase, mortgage, lease and convey real and personal property in Florida. The LLC shall have the powers described in the Florida Limited Liability Company Act and as set forth in the LLC's Operating Agreement.

ARTICLE IV
PRINCIPAL PLACE OF BUSINESS

The LLC's principal place of business and the mailing address for the LLC are both:

8307 Ponce, LLC
6106 MacArthur Boulevard
Bethesda, MD 20816

Articles of Organization

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ARTICLE V
REGISTERED AGENT AND OFFICE

The initial registered agent and the registered office are as follows:

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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ARTICLE VI
MANAGEMENT

The LLC shall be managed by a manager or managers in accordance with the Operating Agreement of the LLC adopted by the members for the management of the business and affairs of the LLC. The Operating Agreement may contain any provisions for the management of the LLC not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the LLC are:

Leland H. Phillips
6106 MacArthur Boulevard
Bethesda, MD 20816

ARTICLE VII
OPERATING AGREEMENT

The Operating Agreement of the LLC shall be executed by each member of the LLC and shall set forth all provisions for the affairs of the LLC and the conduct of its business to the extent that such provisions are not inconsistent with law or these Articles.

ARTICLE VIII
LIABILITY OF MANAGERS

The managers shall not be liable under a judgment, decree or order of the court, or in any other manner, for a debt, obligation or liability of the LLC.

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02/05/2002 TUE 04:10 FAX 386 253 7352 Landis Graham

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IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 4th day of February, 2002.


Leland H. Phillips, Member

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Certificate of Designation of Registered Agent and Registered Office

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the state of Florida.

1. The name of the limited liability company is: 8307 Ponce, LLC.

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

CT Corporation System
1200 South Pine Island Road
Plantation, FL 33324

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.

By:

Printed Name:

PETER P. SOUZA
Assistant Secretary
for CT Corporation System

Date

2/5/02

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