

**ARTICLES OF ORGANIZATION
FOR
SOUTHERN HOMES OF BROWARD III, L.L.C.**

PREAMBLE

We, the undersigned, do hereby associate ourselves under the following Articles, for the purpose of forming a limited company under the laws of the State of Florida.

ARTICLE I

The name of the limited company shall be:

SOUTHERN HOMES OF BROWARD III, L.L.C.

ARTICLE II

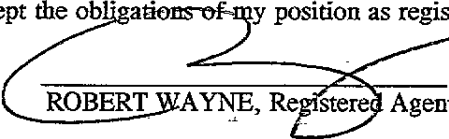
The mailing address and principal office of the limited liability company shall be: 7990 S.W. 117th Ave., Suite 135, Miami, Florida 33183

ARTICLE III

STREET ADDRESS AND DESIGNATION OF REGISTERED AGENT.

SOUTHERN HOMES OF BROWARD III, L.L.C., desiring to organize under the laws of the State of Florida, has named as its initial Registered Agent, Robert Wayne, who is located at the following address: 1225 S.W. 87th Ave., Miami, Florida 33174.

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 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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 F.S.


ROBERT WAYNE, Registered Agent

ARTICLE IV

APPROVED
AND
FILED
00 JAN 25 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MANAGEMENT

(1) The business of this corporation shall be conducted by a Manager. This Company shall be a Manager-managed company.

(2) The names and street addresses of the Management Group as appointed herein who shall hold office for the first year of its existence or until their successors are elected and qualified are as follows:

NAME	MANAGEMENT POSITION	ADDRESS
Southern Homes of Broward, Inc.	Manager	7990 S.W. 117 th Ave. Suite 135 Miami, Florida 33183

ARTICLE V

TERMS OF EXISTENCE

 This company shall exist for a period of 25 years.

Organizing Member

Hector Garcia, President of Southern Homes of Broward, Inc.

A Florida corporation, as authorized representative of the members

State of Florida

County of Miami-Dade

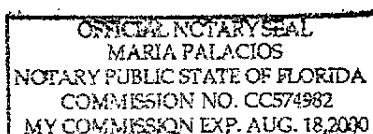
BEFORE ME, the undersigned authority, personally appeared Hector Garcia, President of Southern Homes of Broward, inc. a Florida corporation, as authorized representative of the members of Southern Homes of Broward III, L.L.C., to me well known to be the persons who executed the above and foregoing Articles of Organization for Southern Homes of Broward III, L.L.C., and being by me first duly sworn, depose and state that they executed the same for the purposes therein expressed.

SWORN TO AND SUBSCRIBED before me this 19th day of January 2000.


Notary Public, State of Florida

Printed Name: Maria Palacios

My Commission expires: _____



00 JAN 25 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED