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LAW OFFICES OF

STADLER & HARRIS, P.A.

Richard E. Stadler

John M. Harris

Elizabeth Siano Harris

Of Counsel

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

March 6, 2000

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****155.00 ****155.00

Re: Articles of Organization
CORNERSTONE APARTMENTS, L.L.C.

Gentlemen:

I am enclosing herewith an original and a copy of Articles of Organization for CORNERSTONE APARTMENTS, L.L.C.. In addition, my check in the amount of \$155.00 is enclosed to cover the following fees:

Filing Fee	\$100.00
Certified Copy	30.00
Registered Agent Fee	25.00
Total	\$155.00

Please file the original Articles of Organization and return a certified copy to the undersigned in the enclosed envelope.

I thank you in advance for your prompt assistance.

Very truly yours,

Richard E. Stadler

Name Availability	
Document Examiner	DCC
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

TITUSVILLE

1820 Garden Street
Titusville, Florida 32796
Ph. 407-264-8800

Fax 407-264-0010
E-Mail 71774.1630@compuserve.com

NEW SMYRNA BEACH
212 Palmetto Street
New Smyrna Beach, Florida 32168
Ph. 904-424-9909

**ARTICLES OF ORGANIZATION FOR
CORNERSTONE APARTMENTS, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

00 MAR -9 PM 1:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. Name. The name of this company shall be CORNERSTONE APARTMENTS, L.L.C.

2. Duration/Continuation. The period of this company's duration shall be perpetual unless terminated by the unanimous written agreement of all members or by the death, retirement resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members, or by amendment of these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

3. The mailing address is 2205 W. Armour Street, Seattle, Washington, 98199. The street address is 500 Rockpit Road, Apartment 1, Titusville, FL 32796.

4. Registered Agent and Office. The name and street address of the initial registered agent and office for this company is as follows: MIKE CHAREST, 2768 Rouen Avenue, Melbourne, FL 32935.

5. Admission of Additional Members; and Terms and Conditions of such Admissions: Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Bylaws of this Company.

6. Right to Continue Business.

The remaining members may continue the Business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the company.

7. Management of Company.

The business of the Company shall be managed by the Members. The name and address of the initial member is as follows:


GREGORY M. LAFFERTY

2205 Armour Street
Seattle, Washington 98199

8. Regulations of Company. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

9. Informal Action of Members. Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal this 25 day of February, 2000.


GREGORY M. LAFFERTY

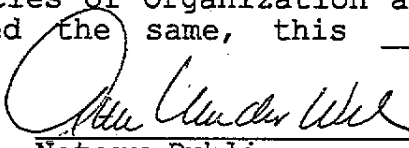
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as Registered Agent and to accept service of process for the above stated limited liability company, 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

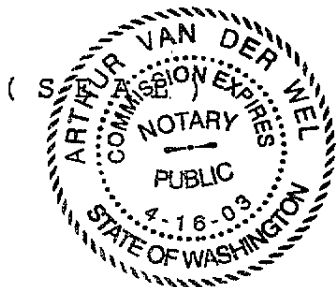

MIKE CHAREST

STATE OF WASHINGTON)
COUNTY OF KING)

BEFORE ME, the undersigned authority, personally appeared GREGORY M. LAFFERTY who is personally known to me or who produced his driver's license for identification, and who took an oath and executed the foregoing Articles of Organization and acknowledged before me that he executed the same, this 25 day of February, 2000.


Notary Public

My Commission Expires: 4-16-03



STATE OF FLORIDA)
COUNTY OF BREVARD)

BEFORE ME, the undersigned authority, personally appeared
MIKE CHAREST who was personally known to me or who produced his
Florida driver's license for identification, and who took an oath
and executed the foregoing Acceptance of Registered Agent and
acknowledged before me that he executed the same, this 25th
day of February, 2000.



Notary Public, State of Florida

(S E A L)

My Commission Expires:

