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LIMITED LIABILITY COMPANY

CAP-Tampa 22, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION OF
CAP-TAMPA 22, LLC**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, the following Articles of Organization are hereby adopted:

1. Name and Principal Place of Business. The name of the Company is CAP-Tampa 22, LLC, and its initial mailing address and principal office shall be located at:

131 Falls Street, Suite 100
Greenville, SC 29601

2. Commencement and Duration of Existence. The Company shall exist perpetually from the date of its commencement, which shall be the date of filing of these Articles with the Florida Secretary of State. The Company's existence shall terminate in the manner provided by law or as provided in the regulations adopted by the member(s) of the Company.

3. Purposes and Powers. The purpose for which the Company is organized is to acquire the land located in Hillsborough County, Florida described in Exhibit A attached hereto (the "Land"), to develop and construct, lease, operate, manage, sell, exchange or otherwise dispose of the Land.

4. Initial Registered Agent. The name and address of the initial registered agent in Florida for the Company is:

F&L Corp.
200 Laura Street
Jacksonville, FL 32202

5. Admission of Additional Members. Other members may be admitted as members of the Company upon unanimous agreement of the then existing member(s) of the Company.

6. Continuation of Business. Upon 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 the remaining member(s) shall have the right to elect, within 90 days after the occurrence of such event, to continue the business of the Company. The unanimous consent of the remaining members shall be required to continue the business of the Company.

7. Management. The Company is to be managed by a manager or managers. The name and address of the initial manager is:

CAP-Tampa, LLC
131 Falls Street, Suite 100
Greenville, SC 29601

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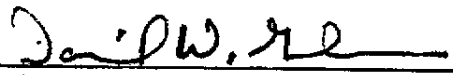
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NO. 4252 P. 3

Fax Audit No. H00000030431

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, who are the members of the Company, have executed these Articles of Organization this 6th day of June 2000.


CAP-Tampa, LLC, member by David W. Glenn,
Member

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NO. 4252 P. 4

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, a corporation authorized to transact business in the State of Florida, having been named in Section 4 of Articles of Organization of CAP-Tampa 22, LLC (the "Company") as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with and hereby accepts the obligations of such position.

EXECUTED this 6th day of June, 2000.

F&L Corp.

By: Charles V. Hedrick
Charles V. Hedrick
Authorized Signatory

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NO. 4252 P. 5

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EXHIBIT A

Tracts "A-2", "LL", and "MM" of RICHMOND PLACE - PHASE 2, according to the plat thereof recorded in Plat Book 83, page 41, public records of Hillsborough County, Florida.

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