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Requester's Name _____

Address _____

City/State/Zip _____ Phone # _____

Office Use Only

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

1. CLARKSON REGENCY RETAIL INVESTORS, L.L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time Certified Copy
- Mail out Will wait Photocopy Certificate of Status

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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Directo
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
 TALLAHASSEE FLORIDA

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Examiner's Initials

ARTICLES OF ORGANIZATION OF CLARKSON REGENCY RETAIL INVESTORS
LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: Clarkson Regency Retail Investors, L.L.C.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
3100 University Boulevard South, Suite 200
Jacksonville, Florida 32216

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE IV — Management:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:
The Clarkson Company
3100 University Boulevard South, Suite 200
Jacksonville, Florida 32216

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted only upon the consent of a majority of the members and only after agreeing to be bound by the provisions of the Regulations.

ARTICLE VI — Members' Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to 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 limited liability company shall be:

The Limited Liability Company shall not be dissolved by the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a member.

ARTICLE VII - Regulations.

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.

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IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 27th day of June, 2000.

THE CLARKSON COMPANY
a Florida corporation

By: Charles A. Clarkson
Charles A. Clarkson, Vice-President

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/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 OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is:

Clarkson Regency Retail Investors, L.L.C.

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

Geraldine G. Brown
3100 University Boulevard South, Suite 200
Jacksonville, Florida 32216

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.


Geraldine G. Brown

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