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ACCOUNT NO. : 072100000032

REFERENCE : 814287 9294A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : August 29, 2000

ORDER TIME : 10:31 AM

ORDER NO. : 814287-005

CUSTOMER NO: 9294A

CUSTOMER: Jane Lincoln, Legal Assistant
Jonas & Lasorte

Suite 1000
1645 Palm Beach Lakes Blvd.
West Palm Beach, FL 33401

Patricia P.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 AUG 29 PM 2:29

FILED

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DOMESTIC FILING

NAME: SIMMONS ESTATE HOMES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

00 AUG 29 AM 11:41

RECEIVED

GA

L00-10387

**ARTICLES OF ORGANIZATION OF:
SIMMONS ESTATE HOMES, L.L.C.**

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

ARTICLE I — Name:

The name of the Limited Liability Company is: SIMMONS ESTATE HOMES, L.L.C. (the "Company"). The Company may do business under that name and under any other name or names upon which the Members agree in writing if there is more than one (1) Member.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Company is Suite 106, 4152 W. Blue Heron Blvd., Riviera Beach, Florida 33404.

ARTICLE III — Duration:

The period of duration for the Company shall be perpetual commencing on the date of the filing of these Articles of Organization.

ARTICLE IV — Management:

The Company is to be managed by the members in accordance with the Regulations of the Company as adopted by the members of the Company. The names and addresses of the members of the Company are:

Robert W. Simmons, Jr.
Suite 106
4152 W. Blue Heron Blvd.
Riviera Beach, Florida 33404

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

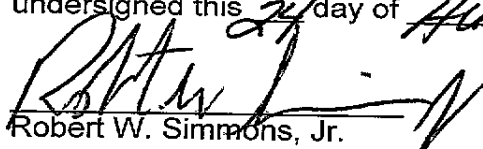
ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be that the written consent of two-thirds (2/3) in interest, but not in number, of the Company and upon such terms and conditions as shall be determined by two-thirds (2/3) in interest, but not in number of the Company and in accordance with the Regulations of the Company.

ARTICLE VI — Members' Rights to Continue Business:

The remaining members of Company shall have the right 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 Company if all of the remaining members consent in writing and provided that there shall be at least two (2) Remaining Members.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be true and correct and to be the act of the undersigned this 24 day of AUG, 2000.


Robert W. Simmons, Jr.

STATE OF FLORIDA
COUNTY OF PALM BEACH

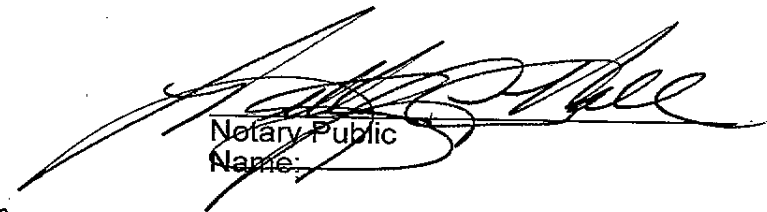
The foregoing instrument was executed and acknowledged by Robert W. Simmons, Jr. before me this 24 day of AUG, 2000, by who ~~has produced~~ personally known as identification and who did/did not take an oath.

24 WITNESS my hand and official seal in the County and State last aforesaid this day of AUG, 2000.

My Commission Expires:



Kelly L. Hall
MY COMMISSION # CC629375 EXPIRES
April 7, 2001
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public
Name:

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00 AUG 29 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE OF:
SIMMONS ESTATE HOMES, L.L.C.

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: SIMMONS ESTATE HOMES, L.L.C.

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

Robert W. Simmons, Jr.
Suite 106
4152 W. Blue Heron Blvd.
Riviera Beach, Florida 33404

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, the undersigned hereby accepts the appointment as registered agent and agree to act in this capacity. The undersigned 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.


ROBERT W. SIMMONS, JR.

STATE OF FLORIDA
COUNTY OF PALM BEACH

FILED
00 AUG 29 PM 2:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me this 24 day of AUG, 2000, by Robert W. Simmons, Jr., who ~~has produced~~ personally known as identification and who did/did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 24 day of AUG, 2000.

My Commission Expires:



Kelly L. Hall
MY COMMISSION # CG629375 EXPIRES
April 7, 2001
BONDED THRU TROY FAIR INSURANCE, INC.


Notary Public
Name: