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LANSING, MICHIGAN

November 14, 2000

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Midland Senior Management Associates LLC

Dear Sir/Madam:

100003464271--9
-11/15/00--01060--007
****160.00 ****160.00

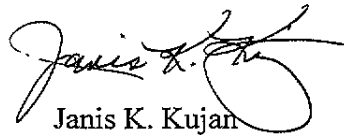
Enclosed for filing with your office you will find Articles of Organization for the above company, together with our firm check in the amount of \$160.00 representing:

Filing Fee for Articles of Organization	\$100.00
Designation of Registered Agent	25.00
Certified Copy	30.00
Certificate of Status	<u>5.00</u>
	\$160.00

Upon filing, would you please return a certified copy to me, together with a Certificate of Status, in the enclosed Federal Express return envelope.

Please contact me if you have any questions concerning the enclosed.

Very truly yours,


Janis K. Kujan
Legal Assistant

JKK:cxw

cc: Gregory J. DeMars, Esq. (w/encl.)

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00 NOV 15 AM 12:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

MIDLAND SENIOR MANAGEMENT ASSOCIATES LLC

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

33 N. GARDEN AVENUE, SUITE 1200, CLEARWATER, FL 33755

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

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

ROBERT J. BANKS
Name
33 N. GARDEN AVENUE, SUITE 1200
Florida street address (P.O. Box **NOT** acceptable)
CLEARWATER FL 33755
City, State, and Zip

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 as provided for in Chapter 608, F.S.

[Signature]

Robert J. Banks Registered Agent's Signature

Article IV - Management (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers, and, therefore, a manager - managed company.

(An additional article must be added if an effective date is requested.)

[Signature]
Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

ROBERT J. BANKS

Typed or printed name of signer

FILING FEES:

- \$ 100.00 Filing Fee for Articles of Organization
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy (OPTIONAL)
- \$ 5.00 Certificate of Status (OPTIONAL)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA