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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : SMITH HULSEY & BUSEY
Account Number : 075030000653
Phone : (904) 359-7000
Fax Number : (904) 359-7712

LIMITED LIABILITY COMPANY

MV Housing, L.L.C.

Certificate of Status	1
Certified Copy	0
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**ARTICLES OF ORGANIZATION
OF
MV HOUSING, L.L.C.**

The undersigned organizer, who is the authorized representative of the members of MV Housing, L.L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of this limited liability company (the "Company") is MV Housing, L.L.C.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company is 319 Clematis Street, Suite 901, West Palm Beach, Florida 33401.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

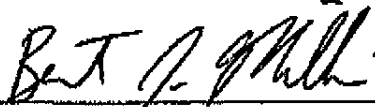
The name and street address of the initial registered agent are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

ARTICLE IV - MANAGEMENT

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The name and address of the initial Manager are:

The Richman Group of Florida, Inc.
319 Clematis Street, Suite 901
West Palm Beach, Florida 33401

IN WITNESS WHEREOF, the undersigned, who is the authorized representative of the members of MV Housing, L.L.C., has executed the foregoing Articles of Organization on the 19th day of January, 2001.



Bert J. Milks
Authorized Representative

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TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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 MV Housing, L.L.C.
2. The name and the Florida street address of the registered agent and office are Smith Hulsey & Busey, 225 Water Street, Suite 1800, Jacksonville, Florida 32202.

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, Smith Hulsey & Busey hereby accepts the appointment as registered agent and agrees to act in this capacity. Smith Hulsey & Busey further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Smith Hulsey & Busey is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, F.S.

SMITH HULSEY & BUSEY

By: M. R. Lewis, Jr.
M. Richard Lewis, Jr.
Vice-President

Date: January 19, 2001

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