

LD1000006866
STONWOOD PROPERTIES
OF ORLANDO, LLC

April 25, 2001

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

300004086433--0
-04/27/01--01095--014
***160.00 ***160.00

RE: Stonewood Properties of Orlando, LLC

Dear Representative:

Please find enclosed the Articles of Organization and Certificate of Designation for:

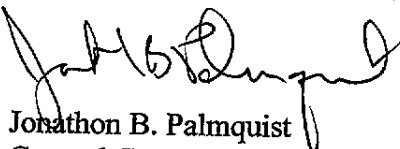
Stonewood Properties of Orlando, LLC
7201 NW 11th Place
Gainesville, Florida 32605

along with a check in the amount of \$160.00 for filing fees, a Certified Copy, and a Certificate of Status.

Thank you for your prompt attention to this matter.

Very truly yours,

STONWOOD PROPERTIES OF ORLANDO, LLC



Jonathon B. Palmquist
General Counsel & Corporate Secretary

4/5/2
FILED
01 APR 27 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JBP/cm
Enclosures

**ARTICLES OF ORGANIZATION
OF
STONEWOOD PROPERTIES OF ORLANDO, LLC**

**ARTICLE I
NAME**

The name of the limited liability company is STONEWOOD PROPERTIES OF ORLANDO, LLC (the "Limited Liability Company").

**ARTICLE II
BUSINESS AND MAILING ADDRESS**

The initial street address of the Limited Liability Company is 7201 NW 11th Place, Gainesville, Florida 32605 and the initial mailing address of the Limited Liability Company is P.O. Box 147018, Gainesville, Florida 32614-7018.

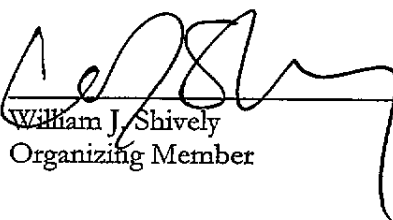
**ARTICLE III
REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of the Limited Liability Company in the state of Florida is William J. Shively. The registered office of the initial registered agent in the state of Florida is located at 7201 NW 11th Place, Gainesville, Florida 32605.

**ARTICLE IV
MANAGEMENT**

The Limited Liability Company is to be managed by one or more managers to be appointed by the members as provided in the Operating Agreement, and is therefore a manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed to these Articles of Organization this 26th day of April, 2001.



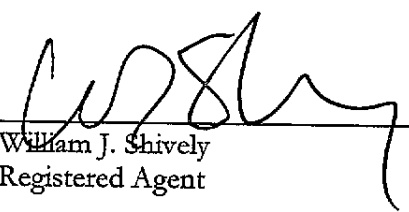
William J. Shively
Organizing Member

FILED
01 APR 27 PM 12:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
STONEWOOD PROPERTIES OF ORLANDO, LLC**

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon STONEWOOD PROPERTIES OF ORLANDO, LLC, a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at 7201 NW 11th Place, Gainesville, Florida 32605.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 26th day of April, 2001.



William J. Shively
Registered Agent

FILED
01 APR 27 PM 12:51
SECRETARY OF STATE
TALLAHASSEE FLORIDA