

CT CORPORATION SYSTEM

CORPORATION(S) NAME

L01000007237

(1) Sarasota Palmer Ranch HC Partners, LLC

0

~~(2) Sarasota Palmer Ranch HC Partners, Mgr., LLC~~

APPROVED
AND
FILED

01 MAY -8 AM 11:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

2001 MAY -8 AM 11:10

TO AGENT FOR FILING
SUFFICIENCY OF FILING

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input checked="" type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| <i>Articles</i> | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input checked="" type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

Name _____
 Availability _____
 Document _____
 Examiner _____
 Updater _____
 Verifier _____
 W.P. Verifier _____

5/8/01

Order#: 4304908

400004162794--0

-05/08/01--01096--025

****130.00 ****130.00

Ref#: _____

Amount: \$ _____

5-8-01

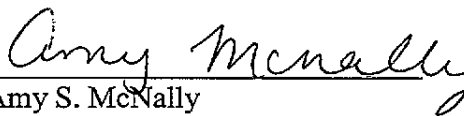
660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

**ARTICLES OF ORGANIZATION
OF
SARASOTA PALMER RANCH HC PARTNERS, LLC**

Pursuant to Title 36, Chapter 608 of the Florida Statutes (the Florida Limited Liability Company Act), the undersigned hereby adopts the following Articles of Organization:

- FIRST: The name of the limited liability company shall be Sarasota Palmer Ranch HC Partners, LLC (the "Company").
- SECOND: The street address and mailing address of the Company's principal office is c/o Cafritz Interests, Inc., 1660 L Street, N.W., Suite 600, Washington, D.C. 20036.
- THIRD: The name of the Company's registered agent in Florida is Parkinson W. Myers. The street address and mailing address of the registered agent is c/o AmNed Properties, LLC, 15436 N. Florida Avenue, Suite 101, Tampa, Florida 33613. The registered agent's consent to act as registered agent for the Company is evidenced in the attached executed "Written Consent To Act As Registered Agent."
- FOURTH: The management and control of the Company and its day-to-day business affairs shall rest exclusively with the manager.

DATE: May 7, 2001


Amy S. McNally
Authorized Person

01 MAY -8 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

**WRITTEN CONSENT TO
ACT AS REGISTERED AGENT**

To: Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Pursuant to Title 36, Chapter 608 of the Florida Statutes (the Florida Limited Liability Company Act), I, W. Parkinson Myers, a bona fide resident of Florida, am familiar with, and accept, the obligations of acting as registered agent for Sarasota Palmer Ranch HC Partners, LLC.

Address of Registered Agent: c/o AmNed Properties, LLC
15436 N. Florida Avenue
Suite 101
Tampa, Florida 33613

W. Parkinson Myers
W. Parkinson Myers

Date: May 4, 2001

AND
FILED
01 MAY -8 AM 11:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA