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To: Division of Corporations
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From: Account Name : RICHARDS, GILKEY, PITE, SLAUGHTER, PRATESI & WARD, P.
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LIMITED LIABILITY COMPANY

The Heights at Clearwater, LLC

Certificate of Status	1
Certified Copy	1
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ARTICLES OF ORGANIZATION OF**THE HEIGHTS AT CLEARWATER, LLC**

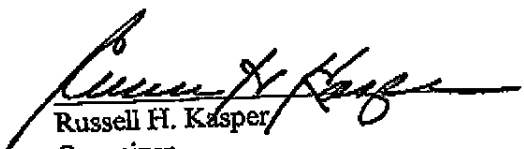
The undersigned, acting as an Organizer of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization:

I. **NAME**. The name of the Limited Liability Company is **The Heights at Clearwater, LLC** (hereafter the "Company").

II. **PRINCIPAL OFFICE**. The mailing address of the principal office of the Company is % Hatfield Development Company, Inc., 6000 Lake Forrest Dr., Suite 560, Atlanta, GA 30328.

III. **REGISTERED OFFICE AND AGENT**. The registered office of the Company will be located in Pinellas County, Florida, at Richards, Gilkey, Fite, Slaughter, Pratesi & Ward, 1253 Park Street, Clearwater, FL 33755. The initial registered agent of the Company will be R. Carlton Ward, Esq.

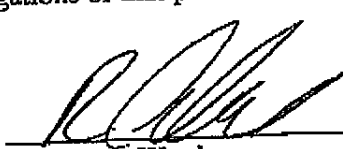
IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, this 13th day of June, 2001.


Russell H. Kasper
Organizer

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, R. Carlton Ward, accept the appointment as registered agent of the Company, and state that I am familiar with and accept the duties and obligations of that position.

Date: June 12, 2001


R. Carlton Ward
Registered Agent