CT CORPORATION SYSTEM

CORPORATION(S) NAME DO 0000513

Towne/Hembree II LLC, a Flor	rida limited liability company	
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() Nonprofit () Foreign	() Dissolution/Withdrawal	
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() Limited Partnership	() Annual Report	() Other TOS I
XLLC articles	() Name Registration () Fictitious Name	() UCC
Certified Copy	() Photocopies	Cus E
() Call When Ready	() Call If Problem	() After 4:30
(x) Walk In () Mail Out	() Will Wait	(x) Pick Up
Name	11/13/01	Order#: 4912083
Availability		9000046768694 -11/13/0101060010
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Examiner		Ref#: ****160.00 ****160.00
Updater Verifier		
W.P. Verifier		Amount: \$

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

JA 1201

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name:

The name of the Limited Liability Company is:

Towne/Hembree II LLC

ARTICLE II - Address:

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

710 North Plankinton Avenue, Suite 1200, Milwaukee, WI 53203

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

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

C T Corporation System		
Name		
c/o CT Corporation System, 1200 South Pine Island Road		
Florida street address (P.O. Box NOT acceptable)		
Plantation FL 33324		
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.

CT Corporation System

Registered Agent's Signature

Registered Agent's Signature

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Article IV - Management (Check box if applicable.)

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

Signature of Imember 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.)

James D. Borris, Vice President of Towne Development of Town Center 11, Inc.,

Typed or printed name of signee

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)