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Division of Corporations

FAX NO.

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Florida Department of State
Division of Corporations
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To:

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Fax Number : (850)205-0383

From:

Account Name : BROAD AND CASSEL (ORLANDO)
Account Number : 119980000090
Phone : (407)839-4200
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AL

LIMITED LIABILITY COMPANY

Peace River Groves, L.L.C.

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION
OF
PEACE RIVER GROVES, L.L.C.**

The undersigned acting as the organizer of PEACE RIVER GROVES, L.L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

ARTICLE I - Name:

The name of the limited liability company is PEACE RIVER GROVES, L.L.C. (the "Company").

ARTICLE II - Address:

The mailing address and street address of the principal office of the limited liability company is 210 Crown Point Circle, Suite 200, Longwood, Florida 32779.

ARTICLE III - Duration:

The period of duration for the Company shall be perpetual, unless dissolved in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IV - Management:

The Company is to be managed by its Members, unless and until one or more managers are appointed in accordance with the Operating Agreement of the Company, in which case the Company shall be managed by one or more managers. The managers shall be elected as described in the Operating Agreement.

ARTICLE V - Admission of Additional Members:

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VI - Adoption of Operating Agreement:

The Company shall adopt an Operating Agreement for the Company, which Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Fla. Stat.

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Facsimile Audit No. H01000114802-1**ARTICLE VII - Initial Registered Agent and Office:**

The initial registered agent for the Company shall be Delton L. Haynes and the street address of the Company's initial registered office is 210 Crown Point Circle, Suite 200, Longwood, Florida 32779.

ARTICLE VIII - Amendments:

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated in accordance with the terms of the Operating Agreement of the Company.

ARTICLE IX - Indemnification:

Each person or entity (including the heirs, executors, administrators, and estate to each person or successor or assign of each entity) (1) who is or was a Member, (2) who is or was a Manager of the Company, or (3) who is or was serving at the request of the Company in the position of a director, officer, trustee, partner, agent, or employee of another corporation, partnership, joint venture, trust or other enterprise and as to whom the Company has agreed to grant an indemnity hereunder, shall be indemnified by the Company to the fullest extent permitted or authorized by the Act or future legislation or by current or future judicial or administrative decision (but, in the case of future legislation or decision, only to the extent that it permits the Company to provide broader indemnification rights than permitted prior to the legislation or decision), against all fines, liabilities, settlements, losses, damages, costs and expenses, including attorneys' fees, asserted against any of them or incurred by any of them in their capacity as a Member, Manager, director, officer, trustee, partner, agent or employee, or arising out of their status as a director, officer, trustee, partner, agent or employee. The Company may maintain insurance, at its expense, to protect itself and the indemnified persons against all fines, liabilities, costs and expenses, including attorneys' fees, whether or not the Company would have the legal power to indemnify him directly against such liability. There shall be no indemnification in the event of fraud, bad faith, willful misconduct, gross negligence, violation of criminal laws or intentional disregard of any material provision of these Articles or the Operating Agreement. The rights and authority conferred in this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or the Operating Agreement of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member, manager or officer existing at the time of such repeal or amendment.

ARTICLE X - Continuation of Business:

Unless dissolved in accordance with the Company's Operating Agreement, the remaining members shall continue the business of the Company, which shall not be dissolved, upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member.

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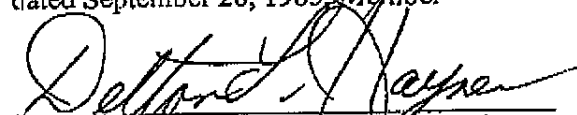
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IN WITNESS WHEREOF, the undersigned Member representative has executed these Articles of Organization as of this 14th day of November, 2001.

DELTON L. HAYNES FAMILY TRUST
dated September 20, 1985, Member


By: Delton L. Haynes, Trustee

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SECRETARY OF STATE
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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

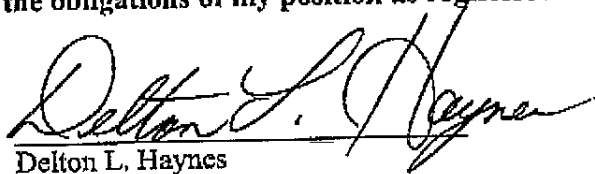
1. The name of the limited liability company is PEACE RIVER GROVES, L.L.C.
2. The name and address of the registered agent and office is:

Delton L. Haynes
210 Crown Point Circle, Suite 200
Longwood, Florida 32779

01 NOV 15

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.


Delton L. Haynes

Dated this 14th day of November, 2001.