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**LIMITED LIABILITY COMPANY**

North River Villas, L.L.C.

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
NORTH RIVER VILLAS, L.L.C.**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes (2001), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") shall be North River Villas, L.L.C.

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office of the Company shall be 1548 The Greens Way, Suite 4, Jacksonville Beach, Florida 32250.

**ARTICLE III  
REGISTERED AGENT**

The initial registered office of the Company shall be 1548 The Greens Way, Suite 4, Jacksonville Beach, Florida 32250, and its initial registered agent at such office shall be Paul Z. Fletcher.

**ARTICLE IV  
ADDITIONAL MEMBERS**

Additional members (as the terms "member" is defined in §608.402 of the Act) may be admitted at such times and on such terms and conditions as provided in the operating agreement of the Company.

**ARTICLE V  
MANAGEMENT OF THE COMPANY**

The Company will be a manager-managed company managed by its sole member in accordance with and subject to the requirements of the Act and the operating agreement of the Company.

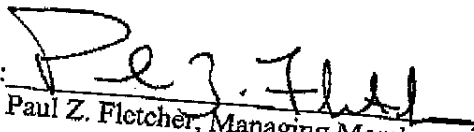
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IN WITNESS WHEREOF, the undersigned, being the Manager of this Company, has executed these Articles of Organization on behalf of the Company in accordance with §608.407(3) of the Act.

**FLETCHER GROUP III, L.L.C., as Sole  
Member and Manager of North River Villas,  
L.L.C.**

By:   
Paul Z. Fletcher, Managing Member

Dated: January 3, 2002

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED  
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (2001), as amended from time to time (the "Act"), the following is submitted:

North River Villas, L.L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Paul Z. Fletcher, as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 1548 The Greens Way, Suite 4, Jacksonville Beach, Florida 32250.

DATED this 31<sup>st</sup> day of January, 2002.

**NORTH RIVER VILLAS, L.L.C.**

By: FLETCHER GROUP III, L.L.C. as Sole  
Member and Manager

By: Paul Z. Fletcher  
Paul Z. Fletcher, its Managing Member

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Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

DATED this 31<sup>st</sup> day of January, 2002.

Paul Z. Fletcher  
Paul Z. Fletcher, as Registered Agent

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