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ACCOUNT NO. : 072100000032

REFERENCE : 880803 7224284

AUTHORIZATION : *Patricia Pigato*
COST LIMIT : \$ 125.00

ORDER DATE : January 6, 2003

ORDER TIME : 12:0 PM

ORDER NO. : 880803-005

CUSTOMER NO: 7224284

CUSTOMER: Jo Lynn Jorczak, Legal Asst
Zimmer, Unice, Salzman
Feldman, P.a.
Suite 100
2650 McCormick Drive
Clearwater, FL 33759

STATEMENT OF STATE
TALLAHASSEE, FLORIDA

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DOMESTIC FILING

NAME: SUNLAKE 54, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
SUNLAKE S4, L.L.C.**

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 this limited liability company is SUNLAKE S4, L.L.C. (hereinafter "Company").

**II.
PURPOSE**

The purpose for which this Company is formed is to engage in any activity permitted under the laws of the State of Florida.

**III.
TERM OF EXISTENCE**

This Company shall begin existence at the date of filing and shall exist perpetually.

**IV.
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company is 1208 South Myrtle Avenue, Clearwater, Florida, 33756.

**V.
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's registered agent, whose Acceptance of Appointment as Registered Agent is included with these Articles is:

Donna J. Feldman, Esquire
Zimmet, Unice, Salzman & Feldman, P.A.
2650 McCormick Drive, Suite 100
Clearwater, FL 33759

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FLORIDA

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**VI
MEMBERSHIP UNITS**

There shall be one thousand (1,000) Membership Units authorized for issuance by the Company.

**VII
CONTINUITY**

The remaining Members of the Company will have the right to continue the business of the Company 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 in the Company.

**VIII
MANAGEMENT**

The business of the Company will be conducted under the management of its Managers who shall have authority to act for the Company as set forth in the Operating Agreement of the Company, and the names and addresses of the Managers of the Company are:

Robert W. Byrd
1208 South Myrtle Avenue
Clearwater, Florida 33756

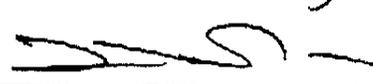
John M. Ryan
1208 South Myrtle Avenue
Clearwater, Florida 33756

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TALLAHASSEE, FLORIDA

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IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization in accordance with Section 608.408(3), Florida Statutes, this 6th day of January, 2003.



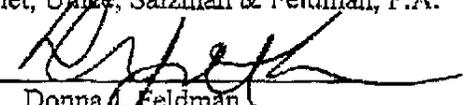
John M. Ryan, Organizer

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Donna J. Feldman, of Zimmet, Unice, Salzman & Feldman, P.A., 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 as provided for in Chapter 608, F.S.

Date: 1/6/03

Zimmet, Unice, Salzman & Feldman, P.A.

By: 
Donna J. Feldman
Registered Agent

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