

Division of Corporations

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MJH

To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : BILZIN, SUMBERG DUNN BARNA PRICE & AXELROD LLP.
Account Number : 075350000132
Phone : (305) 374-7580
Fax Number : (305) 350-2446

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DIVISION OF CORPORATION

503A00009682

LIMITED LIABILITY COMPANY

St. Johns SPE GP II LLC

TALLAHASSEE FLORIDA

03 FEB 13 PM 4:31

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**ARTICLES OF ORGANIZATION
OF
ST. JOHNS SPE GP II LLC,
a Florida limited liability company**

1. The name of the limited liability company is St. Johns SPE GP II LLC.
2. The mailing address and the street address of the principal office of the limited liability company is:

115 N.W. 167 Street
Suite 300
North Miami, Florida 33169.

3. The name and street address of the initial registered agent of the limited liability company are:

Granvil M. Tracy
115 N.W. 167 Street
Suite 300
North Miami Beach, Florida 33169.

4. The limited liability company will be a manager-managed limited liability company.

Dated: as of February 12, 2003.

By: /s/ Granvil M. Tracy
Granvil M. Tracy, Member

**ACCEPTANCE OF APPOINTMENT
AS REGISTERED AGENT**

The undersigned, who has been designated in the foregoing Articles of Organization as registered agent for the limited liability company therein named, hereby agrees that (i) he accepts such appointment as registered agent and will accept service of process for and on behalf of said limited liability company, and (ii) he is familiar with and will comply with any and all laws relating to the complete and proper performance of the duties and obligations of a registered agent of a Florida limited liability company.

Dated: as of February 12, 2003.

/s/ Granvil M. Tracy
Granvil M. Tracy, Registered Agent