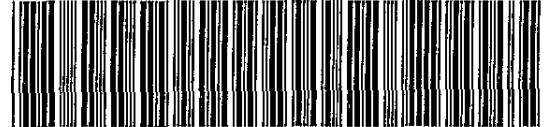


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TALLAHASSEE, FLORIDA



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 14, 2003

Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Ladies and Gentlemen:

Enclosed are Articles of Organization for Forest Estates Development II, LLC and a check in the amount of \$125.00 for the filing fees.

Sincerely


Vance Berry

VB/ds
Encls.

ARTICLES OF ORGANIZATION
OF
FOREST ESTATES DEVELOPMENT II, LLC

A Florida Limited Liability Company

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* * *

ARTICLE I
NAME

The name of this limited liability company (the "Company") is Forest Estates Development II, LLC.

ARTICLE II
DURATION

Unless dissolved earlier, the Company's duration shall be perpetual.

ARTICLE III
PRINCIPAL OFFICE

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

4314 Pablo Oaks Court
Jacksonville, Florida 32224

ARTICLE IV
REGISTERED OFFICE AND AGENT

The initial registered office of the Company is 4314 Pablo Oaks Court, Jacksonville, Florida 32224, and its initial registered agent is Mary Toomey.

ARTICLE V
PURPOSE AND POWERS

The Company is organized with a general business purpose, has all powers provided by law and may use those powers to any lawful purpose.

ARTICLE VI
MEMBERS

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03 APR 15 AM 10: 51

This Company shall initially have a single member which shall be Landcom Hospitality Management, Inc., a Florida corporation. Additional members may be admitted at such times and on such terms and conditions as provided in the regulations or operating agreement of this Company.

ARTICLE VII
MANAGEMENT

The Company shall be managed by a Managing Member whose name and address are as follows:

Landcom Hospitality Management, Inc.
4314 Pablo Oaks Court
Jacksonville, Florida 32224

ARTICLE VIII
CONTINUATION OF BUSINESS

The remaining members of the Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event that terminates the continued membership of the member in the Company as provided in the regulations or operating agreement of the Company.

ARTICLE IX
RELATIONSHIP OF ARTICLES OF ORGANIZATION TO REGULATIONS OR
OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of the Company's regulations or operating agreement, then, to the extent allowed by law, the regulations or operating agreement will govern.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Organization and acknowledged them to be its act this 9th day of April, 2003.

03 APR 15 AM 10:51

LANDCOM HOSPITALITY
MANAGEMENT, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By: Chl Rjh
Its President

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

In compliance with Sections 608.415 and 608.507, Florida Statutes, the following is submitted:

Forest Estates Development II, LLC, desiring to organize or qualify under the laws of the State of Florida hereby designates Mary Toomey as its registered agent to accept service of process within the State of Florida, and the address of its registered office shall be 4314 Pablo Oaks Court, Jacksonville, Florida 32224.

DATED this 9th day of April, 2003.

LANDCOM HOSPITALITY
MANAGEMENT, INC.

By: Chl Rjh
Its President

Having been named as registered agent to accept service of process for the above stated company, at the place designated in this certificate, the undersigned hereby agrees to accept the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of her duties, and the undersigned is familiar with and accepts the obligations of her position as registered agent.

DATED this 9th day of April, 2003.

Mary A. Toomey
Mary Toomey