

LO3000029284

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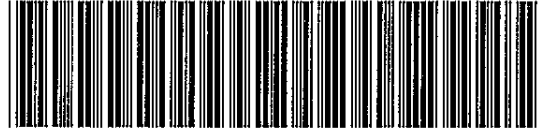
(Business Entity Name)

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03 AUG -7 PM 4:34
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DIVISION OF CORPORATIONS
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STATE OF FLORIDA
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 198329 7107955

AUTHORIZATION :

COST LIMIT : \$ 155.00

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STATE
TALLAHASSEE FLORIDA

ORDER DATE : August 7, 2003

ORDER TIME : 2:45 PM

ORDER NO. : 198329-005

CUSTOMER NO: 7107955

CUSTOMER: Mr. Chris Andrews
Miller, Miller & Canby

200 B. Monroe Street

Rockville, MD 20850

DOMESTIC FILING

NAME: 5277 TIVOLI, LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
5277 TIVOLI, LLC**

The undersigned, who is an authorized person acting on behalf of 5277 TIVOLI, LLC, does hereby form a limited liability company under and by virtue of Chapter 608 of the Florida Statutes and the General Laws of the State of Florida, and hereby certifies that:

FIRST: NAME

The Name of the limited liability company (the "Company") is:

5277 TIVOLI, LLC

SECOND: PRINCIPAL OFFICE

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

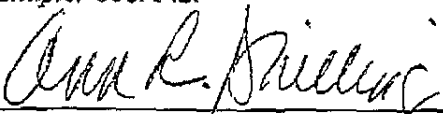
4845 Rugby Avenue
Bethesda, Maryland 20814

THIRD: REGISTERED AGENT

The name and Florida street address of the Company's registered agent is:

Corporation Service Company
1201 Hayes Street
Tallahassee, Florida 32301-2607

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 as provided in Chapter 608, F.S.



Registered Agent's Signature

FOURTH: MANAGING MEMBER

The name and address of the Managing Members of the Company are:

David B. Miller
4845 Rugby Avenue
Bethesda, Maryland 20814

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Mary Claire Miller
4845 Rugby Avenue
Bethesda, Maryland 20814

Riley Glen Armantrout III
424 Carnation Street
Metairie, Louisiana 70001

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TALLAHASSEE, FLORIDA

FIFTH: PURPOSES

The purposes for which the Company is formed are:

- (a) To own real property; and
- (b) To perform and conduct any other lawful activities allowed under the laws of Florida.

IN WITNESS WHEREOF, I have signed the Articles of Organization as am authorized person and acknowledged the same to by my act this 7 day of August, 2003.

Deborah D. Skipper
Signature of Authorized Representative

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Deborah D. Skipper
Asst. V. Pres.

Deborah D. Skipper
Printed Name of Authorized Representative

LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Company ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of 5277 TIVOLI, LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose.

The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State.

All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this 29 day of July, 2003.

David B. Miller
DAVID B. MILLER

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TALLAHASSEE

WITNESS:

Dorothea B. Emmet
Signature

Dorothea B. Emmet
Print Name of Witness

WITNESS:

Patricia J. Daly
Signature

PATRICIA J. Daly
Print Name of Witness