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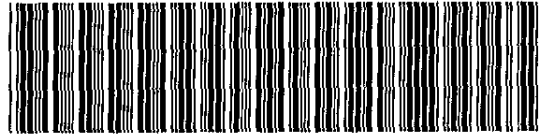
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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03 AUG 20 AM 10:46
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 211344 4814233

AUTHORIZATION :

COST LIMIT : \$ 125.00

FILED
03 AUG 20 PM 12:34
STATE
TALLAHASSEE, FLORIDA

ORDER DATE : August 19, 2003

ORDER TIME : 5:21 PM

ORDER NO. : 211344-005

CUSTOMER NO: 4814233

CUSTOMER: Ms. Valerie Diamond
Morris Manning & Martin

1600 Atlanta Financial Center
3343 Peachtree St, Northeast
Atlanta, GA 30326

DOMESTIC FILING

NAME: THE PALMS AT MARSH LANDINGS,
LLC

EFFECTIVE DATE:

 ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
OF
THE PALMS AT MARSH LANDING, LLC**

FILED
03 AUG 20 PM 12:34
CLERK OF DISTRICT COURT
STATE OF FLORIDA
JULIA A. SCOTT, CLERK

ARTICLE I – Name

The name of the Limited Liability Company is **THE PALMS AT MARSH LANDING, LLC** (the “Company”).

ARTICLE II – Address

The mailing address and street address of the principal office of the Company is: c/o Julian LeCraw & Company, Inc., 100 Atlanta Technology Center, Suite 200, 1575 Northside Drive, N.W., Atlanta, Georgia 30319.

ARTICLE III – Duration

The Company shall exist perpetually, unless sooner dissolved in accordance with the Company’s Operating Agreement or Florida law.

ARTICLE IV – Management

The Company will be managed by a manager (the “Manager”) and is, therefore, a manager-managed company. The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Operating Agreement of the Company. The Manager shall also hold the offices and have responsibilities accorded to him by the members and as set forth in the Operating Agreement of the Company. The name and address of the Manager who is to serve until the first annual meeting or until its successor is otherwise selected is as follows:

GEREE SUNCOAST, LLC
c/o Julian LeCraw & Company, Inc.
100 Atlanta Technology Center, Suite 200
1575 Northside Drive, NW
Atlanta, Georgia 30319

ARTICLE V – Admission of Additional Members

Additional members may be admitted and the terms and conditions of such admissions shall require the vote of all existing members, and shall be conditioned on the new member’s agreement to abide by all existing agreements of the members regarding the conduct of the Company.

ARTICLE VI – Members Rights to Continue Business

The remaining members of the Company have the right to continue the business in the event of the termination of the Company at any time due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member or the occurrence of any other event which terminates the continued membership of a member in the Company, provided that all of the remaining members agree to do so in writing within 120 days after the date of a member's termination of membership.

ARTICLE VII – Registered Agent and Office

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida, and the name of its initial registered agent at such office is **CORPORATION SERVICE COMPANY**.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of **THE PALMS AT MARSH LANDING, LLC**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
Name: Deborah D. Skipper
Title: Asst. V. Pres.

Dated: 8/20, 2003

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the 18th day of August, 2003.

GEREE SUNCOAST, LLC, its sole Member

By: **LECRAW SUNCOAST INVESTORS, LLC**,
its Manager

By: **JLC SUNCOAST REALTY II, LLC**,
its Manager

By: [Signature]
Name: **Stephen D. Broome**
Title: **Manager**