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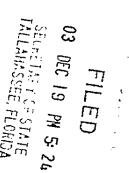


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CORPORATION NAM	IE(S) & DOCUMENT N	UMBER	(S), (if known):
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1- MELBOUR	RNE APARTMENT ASSOC	ATEŞ I, L.	L.C.
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NEW FILINGS	AMENDMENTS		 1
Profit	Amendment		
Non-Profit	Resignation of R.A.,	Officer/Dire	ctor
XXX Limited Liability	Change of Registere	d Agent	
Domestication	Dissolution/Withdraw	ral .	
Other	Merger		
OTHER FILINGS	REGISTRATION/QUAL	IFICATIO	N
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
Name Reservation	Reinstatement		
	Trademark		
	Other		

Examiner's Initials

ARTICLES OF ORGANIZATION $\begin{array}{c} \mathbf{OF}^{-} \\ \mathbf{MELBOURNE} \ \mathbf{APARTMENT} \ \mathbf{ASSOCIATES} \ \mathbf{I, L.L.C.} \end{array}$

The undersigned, desiring to form a limited liability company under and pursuant to Chapter 608, Florida Statutes, does hereby certify as follows:

<u>ARTICLE I - NAME</u>

The name of the limited liability company is MELBOURNE APARTMENT ASSOCIATES "Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 753 E. Glenn Avenue

Auburn, Alabama 36831

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE AND REGISTERED AGENT'S SIGNATURE

The name and Florida street address of the registered agent are
J. Lindsay Builder, Jr., Esq.
369 N. New York Avenue, 3rd Floor
Winter Park, Florida 32789

Having been named as registered agent and to accept service of process for MELBOURNE APARTMENT ASSOCIATES I, L.L.C., 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 for in Chapter 608, Florida Statutes.

J/LINDSAY BUILDER, JR.

ARTICLE IV - MANAGERS

The Company shall be manager managed and the names and addresses of the Managers are as follows:

Michael V. Shannon

Douglas C. Bush

763 E. Glenn Avenue

4203 Vineland Road, Suite K-13

Auburn, Alabama 36831

Orlando, Florida 32811

(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.)

J. VINDSAY BUILDER, JR.

Authorized Agent of Member/Manager