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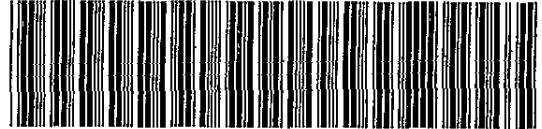
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PULLUM & PULLUM, P.A.
ATTORNEYS AND COUNSELORS AT LAW

J. STEPHEN PULLUM
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WILLIAM G. ROY, III

SUITE 701 FIRST FAMILY OAKS
1330 W. CITIZENS BLVD.
LEESBURG, FLORIDA 34748

TELEPHONE (352) 728-3060

FAX (352) 728-0003

December 22, 2003

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: McCOBE APARTMENTS, L.L.C.

Gentlemen/Ladies:

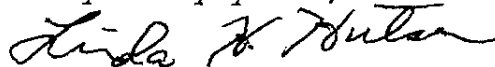
Enclosed please find our firm's check in the amount of \$155.00 to cover the following fees of your office.

Filing Articles of Organization	\$100.00
Certification of Articles	30.00
Filing Resident Agent Form	25.00

We enclose original and one copy of Articles of Organization of this proposed Limited Liability Company and executed resident agent form. Please endorse your approval on the copy of the Articles of Organization, certify same and return to us, together with acknowledgment of filing of resident agent.

Thank you for your attention to the above.

Very truly yours,



Linda H. Hutson
Legal Assistant

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
McCOBE APARTMENTS, L.L.C.**

ARTICLE I. NAME

The name of the Limited Liability Company ("Company") is
McCOBE APARTMENTS, L.L.C.

ARTICLE II. PURPOSE

The purpose of this Limited Liability Company may include the transaction of any and all lawful business for which Limited Liability Companies may be organized in the State of Florida.

ARTICLE III. ADDRESS

The mailing and street address of the Company's principal office is 3129 49th Street North, St. Petersburg, Florida 33710.

ARTICLE IV. MEMBERS AT TIME OF FORMATION

There shall be at least one member at the time the limited liability company is formed. The member at the time of formation is:

McCOBE APARTMENTS LAND TRUST
3129 49th Street North
St. Petersburg, FL 33710

ARTICLE V. DURATION

The period of duration for the Company is perpetual, unless sooner terminated, beginning on the date these Articles of Organization are filed by the Florida Department of State.

ARTICLE VI. REGISTERED AGENT AND OFFICE

The name of the Company's initial Registered Agent in Florida is J. STEPHEN PULLUM. The address of the Company's registered

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TALLAHASSEE, FLORIDA

office in Florida is 1330 W. Citizens Blvd., Suite 701, Leesburg, Florida 34748.

ARTICLE VII. MANAGEMENT

The Company is to be managed by its member. The managing member is identified as follows:

McCOBE APARTMENTS LAND TRUST
3129 49th Street North
St. Petersburg, FL 33710

ARTICLE VIII. ADMISSION OF NEW MEMBERS

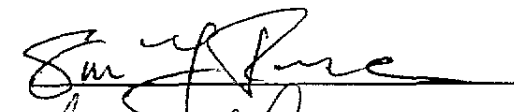
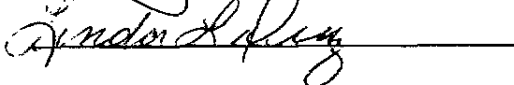
Members of the Company have the right to admit new members. Additional members may be admitted only on the unanimous written consent of the existing members and the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

ARTICLE IX. MEMBERS RIGHT TO CONTINUE BUSINESS

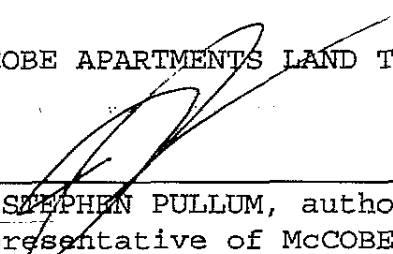
The remaining members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining members.

IN WITNESS WHEREOF, these Articles of Organization have been executed on this 23rd day of December, 2003, at Leesburg, Florida.

Witnesses:

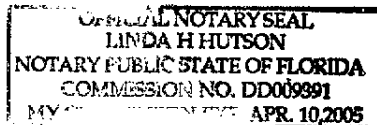
McCOBE APARTMENTS LAND TRUST

By: 
J. STEPHEN PULLUM, authorized
representative of McCOBE
APARTMENTS LAND TRUST

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03 DEC 29 AM 10:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 23rd day of December, 2003, by J. STEPHEN PULLUM, as the authorized representative of the McCOBE APARTMENTS LAND TRUST, as the Member to these Articles of Organization. Said person did not take an oath and (check one) ☒ is personally known to me, _____ produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or _____ produced other identification, to wit: _____



Linda H. Hutson
Printed Name: _____
NOTARY PUBLIC State of Florida
Commission # _____
My Commission Expires: _____

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TALLAHASSEE, FLORIDA
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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST-- THAT McCOBE APARTMENTS, L.L.C. DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT CITY OF ST. PETERSBURG, STATE OF FLORIDA, HAS
NAMED J. STEPHEN PULLUM, LOCATED AT 1330 W. CITIZENS BLVD., SUITE
701, CITY OF LEESBURG, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE _____

(authorized representative of Member)

TITLE Authorized Representative of Member

DATE December 23, 2003

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED L.L.C., AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE _____

(Resident Agent)

DATE December 23, 2003

(L:\McCobe\LLCResidentAgent.1hh)