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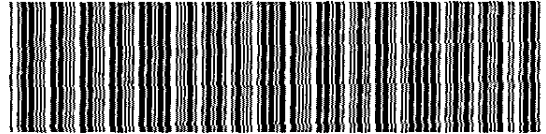
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

BK



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 797337 149697A

AUTHORIZATION :

COST LIMIT : \$ 125.00

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04 JUL - 9 PM 2:57
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ORDER DATE : July 9, 2004

ORDER TIME : 11:12 AM

ORDER NO. : 797337-005

CUSTOMER NO: 149697A

CUSTOMER: Karen M. Brown, Legal Asst
Swann & Hadley, P.a.

Suite 350
1031 West Morse Boulevard
Winter Park, FL 32789

DOMESTIC FILING

NAME: THE LANDMARK WINTER PARK, 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: Sara Lea - EXT. 2914

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
The Landmark Winter Park, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled "Florida Limited Liability Company Act," do hereby adopt the following Articles of Organization for such company:

ARTICLE I - NAME

The name of the company shall be: **The Landmark Winter Park, LLC** ("Company").

ARTICLE II - ADDRESS

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

c/o The Keewin Real Property Company
1031 W. Morse Blvd.; Suite 325
Winter Park, Florida 32789

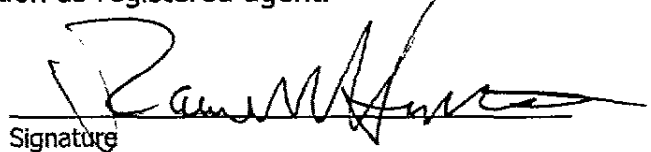
**ARTICLE III - CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: The Landmark Winter Park, LLC
2. The name and the Florida street address of the registered agent are:

Ralph V. Hadley, III
c/o Swann & Hadley, P.A.
1031 W. Morse Blvd.; Suite 350
Winter Park, Florida 32789

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.


Signature

ARTICLE IV - DURATION

The period of duration for the Company shall be **Perpetual** unless terminated by the unanimous written agreement of all members or as set forth in the Operating Agreement.

ARTICLE V - MANAGEMENT

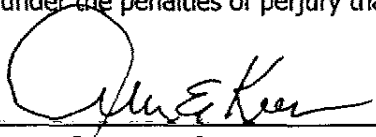
The Company is to be managed by a member and the name and address of the managing member is:

Paul F. Bryan
300 South Orange Avenue, Suite 970
Orlando, Florida 32801

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: Additional members may be admitted upon the approval of a majority of the members of the Company.

(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.)


**Signature of a member or an authorized
representative of a member.**