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LIMITED LIABILITY COMPANY

GF Partners Sea Oats 3, LLC

Certificate of Status	1
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DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
OF
GF PARTNERS SEA OATS 3, LLC

THE UNDERSIGNED, in order to form a limited liability company under and by virtue of the Florida Limited Liability Company Act (the "LLC Act"), does hereby acknowledge and certify to the Florida Department of State (the "Department of State") as follows:

FIRST: The name of the Company is:

GF Partners Sea Oats 3, LLC

SECOND: The mailing address and street address of the principal office of the Company is c/o Najaf S. Hussain, 1059 Great Passage Boulevard, Great Falls, VA 22066. The present address of the registered office of the Company in the State of Florida is c/o CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

THIRD: The name and address of the registered agent of the Company in the State of Florida are CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

FOURTH: The Company shall have perpetual existence.

FIFTH: The Company is to be a member-managed company.

IN WITNESS WHEREOF, the undersigned, as the authorized representative of the members of the Company, have executed these Articles of Organization of GF Partners Sea Oats 3, LLC on the 12 day of August, 2004.

WITNESS:

Leslie P. Hussain

Najaf S. Hussain, Authorized Representative

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

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 for in Chapter 608, F.S..

Connie Bayan General Agent Secretary
Registered Agent's Signature

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