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Division of Corporations

FORD BOWLUS

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LIMITED LIABILITY COMPANY

VENICE HSD, L.L.C.

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ARTICLES OF ORGANIZATION OF LIMITED LIABILITY COMPANY

OF

VENICE HSD, L.L.C.

ARTICLE I - NAME and PRINCIPAL PLACE OF BUSINESS

The name of this limited liability company is VENICE HSD, L.L.C. and its principal place of business shall be located at 7111 Longwood Drive, Bethesda, Maryland 20817.

ARTICLE II - DURATION

This limited liability company shall have perpetual existence commencing on the date of this filing of these Articles of Organization with the Department of State.

ARTICLE III - PURPOSE

This limited liability company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - MEMBERSHIP INTEREST

This limited liability company shall consist of three members all possessing equal interest in the limited liability company.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every member, upon the sale for cash of any interest of this limited liability company shall have the right to purchase his pro-rata interest thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Wade M. Hampton, Esq.
Ford, Bowlus, et al.
10110 San Jose Blvd.
Jacksonville, FL 32257
(904) 268-7227
Florida Bar Number: 0933759
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ARTICLE VII - MEMBERS

Initially, this limited liability company shall have three (3) members who shall serve until their successors shall be elected/appointed at the first meeting of the members and thereafter this limited liability company shall have no less than one (1) member. The names and addresses of the initial members are as follows:

<u>Name</u>	<u>Address</u>
Daniel J. Cohen	7111 Longwood Drive Bethesda, MD 20817
Harry A. Harrison	10021 Sorrel Avenue Potomac, MD 20854
Stephen E. Milo	417 Ocean Blvd. Atlantic Beach, FL 32233
Wade M. Hampton, Esq. Ford, Bowlus, et al. 10110 San Jose Blvd. Jacksonville, FL 32257 (904) 268-7227 Florida Bar Number: 0933759 H04000169283 3	

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ARTICLE VIII - MEMBERS

The names and addresses of the initial members of the company, who shall serve until their successors shall be elected or appointed, are:

<u>Name</u>	<u>Address</u>
Daniel J. Cohen	7111 Longwood Drive Bethesda, MD 20817
Harry A. Harrison	10021 Sorrel Avenue Potomac, MD 20854
Stephen E. Milo	417 Ocean Blvd. Atlantic Beach, FL 32233

ARTICLE IX - ORGANIZERS

The name and address of the Organizers signing these articles is:

<u>Name</u>	<u>Address</u>
Daniel J. Cohen	7111 Longwood Drive Bethesda, MD 20817
Harry A. Harrison	10021 Sorrel Avenue Potomac, MD 20854
Stephen E. Milo	417 Ocean Blvd. Atlantic Beach, FL 32233

Wade M. Hampton, Esq.
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ARTICLE XI - AMENDMENT

This limited liability company reserves the right to amend or repeal any provision contained in these Articles of Organization of Limited Liability Company or any amendment hereto, and any right conferred upon the members is subject to this reservation. Articles may be amended at any time by a majority vote of the members.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Organization of Limited Liability Company on the date of signing.

Dated: August 20, 2004.

By: Daniel J. Cohen
Daniel J. Cohen, member

By: Harry A. Harrison
Harry A. Harrison, member

By: Stephen E. Milo
Stephen E. Milo, member

Wade M. Hampton, Esq.
Ford, Bowlus, et al.
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**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that VENICE HSD, L.L.C., desiring to organize or qualify under the laws of the State of Florida, has named Ford, Bowlus, Duss, Morgan, Kenney, Safer & Hampton, P.A., located at 10110 San Jose Blvd., Jacksonville, FL 32257, as its agent to accept service of process within Florida.

Dated: August 20, 2004.

By: Daniel J. Cohen
Daniel J. Cohen, member

By: Harry A. Harrison
Harry A. Harrison, member

By: Stephen E. Mito
Stephen E. Mito, member

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated company, at the place designated in this certificate, I hereby 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.

Dated: 8/27, 2004.

FORD, BOWLUS, DUSS, MORGAN, KENNEY,
SAFER & HAMPTON, P.A.

By: Wade M. Hampton
Its: Vice President
Registered Agent

Wade M. Hampton, Esq.
Ford, Bowlus, et al.
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Jacksonville, FL 32257
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Florida Bar Number: 0933759
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