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THE SMITH HILL LAW FIRM

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Division of Corporations

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Account Name : HOWARD J. SMITH, P.A.
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Phone : (904) 346-8148 886-4400
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LIMITED LIABILITY COMPANY

Girvin Plaza, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

GIRVIN PLAZA, LLC A Florida corporation

Pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (2000), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

Article 1: Name

The name of this limited liability company is GIRVIN PLAZA, LLC (the "Company").

Article 2: Address

The mailing address and street address of the principal office of the Company is 12666 Mandarin Road, Jacksonville, FL 32223.

Article 3: Registered Agent and Registered Office

The registered agent and his office are Howard J. Smith, Esq., 12443 San Jose Boulevard, Suite 1004, Jacksonville, FL 32223.

Article 4: Management

The Company will be a manager-managed company in accordance with, and subject to, the requirements of the Act and the Operating Agreement of the Company.

Article 5: Purpose

The Company's business and purpose shall consist solely of the following:

- a) to engage solely in the ownership, operation and management of the real estate project known as Girvin Plaza located on Atlantic Boulevard in Jacksonville, Florida (the "Property"), pursuant to and in accordance with these Articles of Organization and the Company's Operating Agreement; and
- b) to engage in such other lawful activities permitted to limited liability companies by the applicable laws and statutes for such entities of the State of Florida as are incidental, necessary or appropriate to the foregoing.

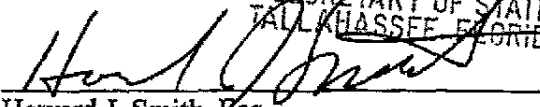
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In witness whereof, the undersigned, being the authorized representative of the Company, has executed these Articles of Organization on behalf of the Company in accordance with A 10: 17 Section 608.407(3) of the Act this 13th day of September 2004.


Howard J. Smith, Esq.
Authorized Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Girvin Plaza, LLC, at the place designated in its Articles of Organization, I hereby agree to accept the appointment as registered agent and agree to act in this capacity as of this 13th day of September 2004. 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.


Howard J. Smith, Esquire

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