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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Cleveland Sunshine at The Preserve, LLC

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**ARTICLES OF ORGANIZATION
OF
CLEVELAND SUNSHINE AT THE PRESERVE, LLC**

FILED
2004 OCT 20 AM 9:50
JULY 10, 2004
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and file the following Articles of Organization for the purpose of creating a limited liability company under the laws of the State of Florida.

ARTICLE I

The name of this limited liability company shall be Cleveland Sunshine at The Preserve, LLC.

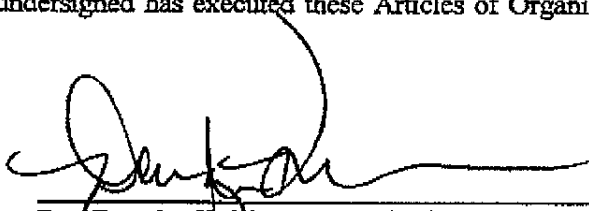
ARTICLE II

The mailing address and street address of the principal office of the limited liability company shall be Cleveland Sunshine at The Preserve, LLC, 780 NE 69th Street, Suite 405, Miami FL 33138, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

ARTICLE III

The initial registered office of this limited liability company is 201 S. Biscayne Blvd., Suite 3000, Miami, FL 33131. The initial registered agent at that address is B&C Corporate Services, Inc.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 19th day of October, 2004.



By: Douglas Kniskern, as Authorized Representative

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**ACCEPTANCE OF APPOINTMENT
OF
REGISTERED AGENT**

Having been named as registered agent and to accept service of process for **Cleveland Sunshine at The Preserve, LLC**, a Florida limited liability company, at the place designated in the foregoing Articles of Organization, 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.

B&C CORPORATE SERVICES, INC.

By: William C. Phillippi
William C. Phillippi, President

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