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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 955772 4331939

AUTHORIZATION :

*Patricia Pigott*

COST LIMIT : \$ 155.00

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ORDER DATE : November 3, 2004

ORDER TIME : 10:08 AM

ORDER NO. : 955772-005

CUSTOMER NO: 4331939

CUSTOMER: Ms. Suzanne S. Killeen  
Greenberg Traurig, P.a.

401 East Las Olas Boulevard  
Ste 2000  
Fort. Lauderdale, FL 33301

DOMESTIC FILING

NAME: RUSSELL PROPERTIES & RENTALS  
II, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2940

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
OF  
RUSSELL PROPERTIES & RENTALS II, LLC  
(a Florida limited liability company)**

**FILED**  
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Pursuant to Florida Statutes §608.407, the undersigned Member of **RUSSELL PROPERTIES & RENTALS II, LLC** hereby submits the following Articles of Organization of **RUSSELL PROPERTIES & RENTALS II, LLC** for the purpose of forming a limited liability company under the laws of the State of Florida.

**ARTICLE I.**

**Name**

The name of the Limited Liability Company is "**RUSSELL PROPERTIES & RENTALS II, LLC**" (the "**Company**").

**ARTICLE II.**

**Principal Office**

The mailing address and street address of the principal office of the Company is: 2530 S.W. 36<sup>th</sup> Street, Fort Lauderdale, FL 33312.

**ARTICLE III.**

**Registered Agent**

The name of the initial registered agent of the Company is **GEORGE L. RUSSELL, SR.**, and the street address of the Company's initial registered agent is 2530 S.W. 36<sup>th</sup> Street, Fort Lauderdale, FL 33312.

**ARTICLE IV.**

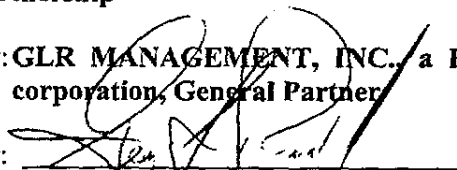
**Management**

The Company will be a manager-managed company. The initial Manager shall be **GEORGE L. RUSSELL, SR.** and his address is 2530 S.W. 36th Street, Fort Lauderdale, FL 33312.

These Articles of Organization are hereby executed by the undersigned Member of the Company.

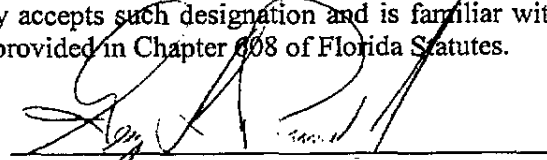
**GLR HOLDINGS, LTD., a Florida limited partnership**

By: **GLR MANAGEMENT, INC., a Florida corporation, General Partner**

By:   
Name: George L. Russell, Sr.  
Title: President

**Acceptance of Appointment of Registered Agent**

**GEORGE L. RUSSELL, SR.**, having been named the Registered Agent of **RUSSELL PROPERTIES & RENTALS II, LLC**, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Chapter 608 of Florida Statutes.



**GEORGE L. RUSSELL, SR.**

Date: 11/3/04