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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Riverwalk at Jupiter, LLC

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ARTICLES OF ORGANIZATION

OF

RIVERWALK AT JUPITER, LLC

THE UNDERSIGNED certifies that the members have associated themselves together for the purpose of becoming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

ARTICLE I - NAME

The name of the limited liability company shall be RIVERWALK AT JUPITER, LLC (the "Company")

ARTICLE II - DURATION

The duration of the Company shall be perpetual unless dissolved in accordance with the regulations set forth in the Operating Agreement of the Company or Florida law.

ARTICLE III - PRINCIPAL OFFICE

The mailing address and street address of the Company shall be 3300 PGA Boulevard, Suite 330, Palm Beach Gardens, FL 33410.

ARTICLE IV - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Company's initial registered office in Florida is 4420 Beacon Circle, West Palm Beach, Florida 33407 and the name of its initial registered agent at that address is Roger C. Stanton.

ARTICLE V - PURPOSES AND POWERS

The general purpose for which the Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the state of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the state of Florida.

Roger C. Stanton, Esq., FBN 0066303
Ward, Damon & Posner, P.A.
4420 Beacon Circle, Suite 100
West Palm Beach, FL 33407
(561) 842-3000 / (561) 842-3626 Fax

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ARTICLE VI - MANAGEMENT

The Company shall be managed by a manager or managers who shall be named at the organizational meeting of the Company.

ARTICLE VII - MEMBERS

Members shall have the right to admit new members in accordance with the terms and conditions of the regulations set forth in the Operating Agreement of the Company. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company unless all the members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

On the death, retirement, resignation, expulsion, bankruptcy, dissolution or removal of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining members shall have the right to continue the business without any further action on the part of the remaining members.

DATED this 10th day of November, 2004.



Roger C. Stanton
Authorized Representative

STATE OF FLORIDA

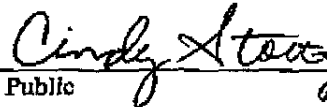
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Roger C. Stanton to me known to be the person described in and who executed the foregoing instrument and acknowledged before me that he executed the same for the purposes therein expressed. WITNESS my hand and official seal in the County and State last aforesaid this 10th day of November, 2004.



Cindy Stoltz
Commission # 120728624
Expires June 24, 2006
Resided Thru
Atlantic Bonding Co., Inc.

Sign
Notary Public



NOV 10 2004

Roger C. Stanton, Esq., FBN 0066303
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**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF ORGANIZATION**

Having been named to accept service of process for RIVERWALK AT JUPITER, LLC, at the initial registered office of the Company in this State designated in its Articles of Organization, I hereby accept to act in this capacity and agree to comply with the provisions of Section 608.4155 Florida Statutes.

Date: November 10, 2004



Roger C. Stanton

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Roger C. Stanton, Esq., FBN 0066303
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