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LIMITED LIABILITY COMPANY

Liberty River City Residential, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION**OF****LIBERTY RIVER CITY RESIDENTIAL, LLC**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes (2003), 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 I
NAME**

The name of the limited liability company (the "Company") shall be LIBERTY RIVER CITY RESIDENTIAL, LLC.

**ARTICLE II
ADDRESS**

The mailing address and the street address of the principal office of the Company shall be 5472 First Coast Highway, Suite 6, Amelia Island, Florida 32034.

**ARTICLE III
REGISTERED AGENT**

The initial registered office of the Company shall be 50 North Laura Street, Suite 2500, Jacksonville, Florida 32202 and its initial registered agent at such office shall be MOTOLAW, Inc.

**ARTICLE IV
ADDITIONAL MEMBERS**

Additional members (as the term "member" is defined in § 608.402 (21) of the Act) may be admitted at such times and on such terms and conditions as provided in the Operating Agreement.

**ARTICLE V
MANAGEMENT OF THE COMPANY**

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

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 §608.407(3) of the Act.

Dated this 2nd day of December, 2004.


Terry A. Moore / Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (2003), as amended from time to time (the "Act"), the following is submitted:

LIBERTY RIVER CITY RESIDENTIAL, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates MOTOLAW, Inc. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 2500, Jacksonville, Florida 32202.

DATED this 2nd day of December, 2004.



Terry A. Moore, Authorized Representative

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

DATED this 2nd day of December, 2004.

MOTOLAW, Inc.

By: 

Robert G. Shaffer, II, President

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