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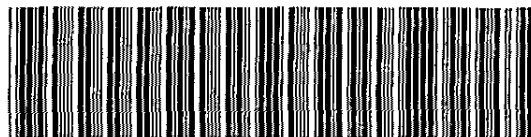
(Business Entity Name)

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# Holland+Knight

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Holland & Knight LLP  
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Pam Carr  
Sr. Legal Secretary  
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February 17, 2005

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

Re: GSW, LLC

Dear Sir or Madam:

Enclosed for filing is a Certificate of Conversion for GSW Partnership and Articles of Organization for GSW, LLC. Also enclosed is our firm's check in the amount of \$150.00 in payment of the filing fees.

If you have any questions concerning this filing, please do not hesitate to contact us.

Very truly yours,

HOLLAND & KNIGHT LLP



Pam Carr  
Secretary to  
Pamela J. Simmons

/pc  
Enclosures  
# 2629612\_v1

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
GSW, LLC**

Pursuant to Section 608.407, Florida Statutes, GSW, LLC hereby delivers for filing these Articles of Organization.

**ARTICLE I. NAME**

The name of the limited liability company is GSW, LLC (the "Company").

**ARTICLE II. ADDRESS**

The Company's mailing address and the street address of its principal office is:

250 King of Prussia Road  
Radnor, PA 19087

**ARTICLE III. DURATION AND CONTINUATION**

The Company's existence will commence on the date of filing these Articles of Organization, and the Company will exist perpetually, unless terminated in accordance with the Company's Operating Agreement.

**ARTICLE IV. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE V. REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131 as the street address of the initial registered office of the Company and names INCORPSTATE REGISTERED AGENT CORPORATION the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE VI. MANAGEMENT**

The Company shall be manager-managed. The Company's affairs will be conducted, carried on, and managed by one (1) or more managers who will retain such position until removed and replaced as provided in the Operating Agreement or the Florida Limited Liability Company Act.

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TALLAHASSEE FLORIDA

Dated as of December 30, 2004.

PARC GROUP COMMUNITIES, its Member

*FM AIR RIGHTS COMPANY D.P.*

By: *Arthur W. Mullin*

Print Name: *ARTHUR W MULLIN*

Title: *PRES*

*FM SOUTHEAST, INC.*

By: *Arthur W. Mullin*

Print Name: *ARTHUR W MULLIN*

Title: *PRES*

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

INTRASTATE REGISTERED AGENT CORPORATION

By: James L. Main  
Print Name: James L. Main  
Title: Vice President

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### CERTIFICATE OF CONVERSION

Pursuant to section 608.439, Florida Statutes, the following unincorporated business entity hereby submits the attached articles of organization and this Certificate of Conversion to convert to a Florida limited liability company:

1. The name of the unincorporated business immediately prior to filing this document was GSW Partnership.

2. The date on which and the jurisdiction in which the unincorporated business was first created or otherwise came into being are:

A. Date: January 1, 1985

B. Jurisdiction: Florida

3. The name of the limited liability company as set forth in the attached articles of organization is GSW, LLC.

4. The conversion will be effective as of the date of filing of this Certificate of Conversion with the Secretary of State.

PARC GROUP COMMUNITIES, its Partner

*FM SOUTHEAST INC. C.P.*

By: *Arthur W. Mullin, Pres.*

Print Name: *ARTHUR W MULLIN*

Title: *PRES*

*FM AIR RIGHTS COMPANY C.P.*

By: *Arthur W. Mullin, Pres.*

Print Name: *ARTHUR W MULLIN*

Title: *PRES*

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