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JUL 27-05 14:25 From AKERMAN, SENTERFITT

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Division of Corporations

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From: Jazmine Roman, Paralegal

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.  
Account Number : 075471001363  
Phone : (305) 374-5600  
Fax Number : (305) 374-5095

Dear Filing Officer:

Please file the attached Articles of Organization with today's date (7/27/05). Thank you.

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**LIMITED LIABILITY COMPANY**

**MINTO COMMUNITIES (PEMBROKE), LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
MINTO COMMUNITIES (PEMBROKE), LLC  
a Florida limited liability company**

**ARTICLE I  
NAME**

The name of the limited liability company (the "Company") is: Minto Communities (Pembroke), LLC.

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company are:

4400 W. Sample Road  
Suite 200  
Coconut Creek, FL 33073

**ARTICLE III  
INITIAL REGISTERED OFFICE AND AGENT**

The name and street address of the Company's initial registered agent are:

Michael Greenberg  
4400 W. Sample Road  
Suite 200  
Coconut Creek, FL 33073

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 29 day of July, 2005.

**MINTO COMMUNITIES, INC.**  
Sole Member

By: [Signature]  
Name: Michael Greenberg  
Title: President

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**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of the Florida Limited Liability Company Act, the undersigned submits the following statement in accepting the designation as registered agent of MINTO COMMUNITIES (PEMBROKE), LLC a Florida limited liability company (the "Company"), in the Company's Articles of Organization:

Having been named as registered agent and to accept service of process for the Company at the registered office designated in the Company's Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 27 day of July, 2005.

By: 

Name: Michael Greenberg

Title: President and Manager of the Company