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Jonda M. Gaudin 502.562.7397 igaudin@wyattfirm.com

August 12, 2005

Registration Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: CIM-EJM Realty Management, LLC

Dear Sir/Madam:

Enclosed is an original and one copy of the Articles of Organization for the above entity. A check in the sum of \$130.00 representing the filing fee and a Certificate of Status is also enclosed.

I ask that you return a file-stamped copy and a letter of acknowledgement as evidence of filing to me in the enclosed envelope. Call me if you have any questions.

Thank you for your assistance.

Sincerely,

WYATT, TARRANT & COMBS, LLP

Jonda M. Gaudin

Paralegal

JMG/jg Enclosures

cc: Bruce K. Dudley

10252896.1

www.wyattfirm.com

250 West Main Street, Suite 1600 Lexington, KY 40507-1746 859-233-2012 918 State Street Bowling Green, KY 42101 270 842.1050

2525 West End Avenue, Suite 1500 Nashville, TN 37203-1423 615.244,0020 1715 Agron Brenner Drive, Suite 800 Memphis, TN 38120-4367 901 537.1000

ARTICLES OF ORGANIZATION

OF

CIM-EJM REALTY MANAGEMENT, LLC

The undersigned, being the members of the limited liability company named herein, hereby form a limited liability company pursuant to Section 608.407 of the Florida Limited Liability Company Act (the "Act"), and do hereby adopt as the Articles of Organization of such limited liability company the following:

Article 1. Name

The name of the limited liability company is CIM-EJM Realty Management, LLC.

Article 2. Principal Office

The mailing address and street address of the principal office of the limited liability company is 1260 S.W. Shoreline Drive, Palm City, Florida 34990.

Article 3. Registered Office and Agent

The address of the initial registered office of the limited liability company is 1260 S.W. Shoreline Drive, Palm City, Florida 34990, and the name of the initial registered agent at such address is Edward J. Merkel, Jr.

IN WITNESS WHEREOF, the undersigned Members hereby execute these Articles of Organization and acknowledge them to be our act this 44 day of August, 2005.

Claire I. Merkel Revocable Trust Agreement (Amended and Restated) dated May 24, 2000s

CLAIRE I. MERKEL, Trustee,

Member

Edward J. Merkel, Jr., Revocable Trust Agreement (Amended and Restated) dated May 24, 2000

EDWARD J. MERKEL, Jr., Trustee,

Member

CONSENT OF INITIAL REGISTERED AGENT

Having been named as registered agent to accept service of process for the above stated limited liability company at the place designated in these Articles of Organization, the undersigned hereby accepts the appointment as registered agent and agrees to act in such 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 as provided for in the Act.

Edward J. Merkel, Jr.

TALLARY OF STATE