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LIMITED LIABILITY COMPANY  
CITY LIVING HOMES, LLC

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**ARTICLES OF ORGANIZATION  
OF  
CITY LIVING HOMES, LLC**

Pursuant to the provisions of Chapter 608, Florida Statutes, the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

**ARTICLE I - NAME**

The name of this Limited Liability Company is City Living Homes, LLC.

**ARTICLE II - DURATION**

The Company shall exist perpetually.

**ARTICLE III - MAILING ADDRESS AND STREET ADDRESS**

The mailing address and the street address of the principal office of the Company is 2002 Summit Blvd., Suite 1000, Atlanta, GA 30319.

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent of the Company and of the Registered Office of the Company are Brian D. Leebrick, Esq., 220 McKenzie Avenue, Panama City, FL 32401.

THIS INSTRUMENT PREPARED BY:  
Brian D. Leebrick, Esq.  
Fla. Bar No. 111806  
Barron, Redding, Hughes, Fite,  
Fenson, Sanborn & Kiehn, P.A.  
220 McKenzie Avenue  
P.O. Box 2467  
Panama City, FL 32402  
(850) 785-7454

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ARTICLE V - CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

ARTICLE VI - MANAGEMENT

The Company shall be managed by the members.

ARTICLE VII - LIMITATION ON AUTHORITY

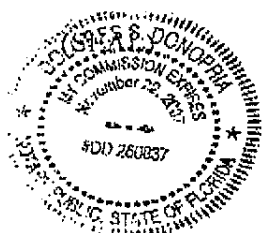
Pursuant to Section 608.4235 of the Florida Limited Liability Company Act, no member shall be an agent of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, the undersigned, as the authorized representative of the Members, has executed these Articles of Organization on this 25<sup>th</sup> day of October, 2005.

  
 Brian D. Leebrick

STATE OF FLORIDA  
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of October, 2005, by Brian D. Leebrick, who is personally known to me.


  
 (Print Name)

Notary Public

Commission # \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

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**STATEMENT OF ACCEPTANCE  
AND DESIGNATION OF REGISTERED AGENT  
OF  
CITY LIVING HOMES, LLC**

STATE OF FLORIDA  
COUNTY OF BAY

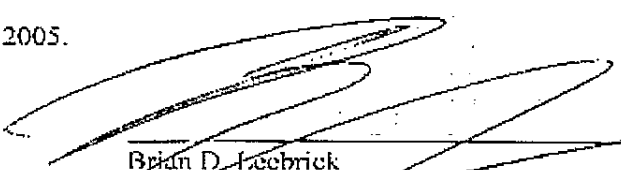
Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is City Living Homes, L.L.C.

The name of the registered agent for City Living Homes, L.L.C. is Brian D. Leebrick and the street address of the company's registered office where the agent is located is 220 McKenzie Avenue, Panama City, Florida, 32401.

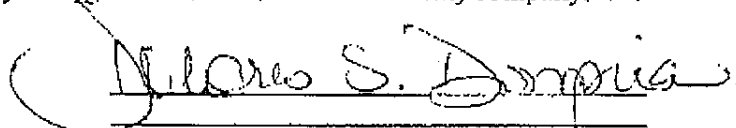
This statement is to acknowledge that, as indicated above, City Living Homes, LLC has appointed me, Brian D. Leebrick, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered agent and agree to act 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 25<sup>th</sup> day of October, 2005.

  
Brian D. Leebrick  
Registered Agent

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of October, 2005, by Brian D. Leebrick, registered agent of City Living Homes, L.L.C., a limited liability company, who is personally known to me.



  
(Print Name)  
Notary Public

Commission # \_\_\_\_\_

My Commission Expires: \_\_\_\_\_