

W5000 112718

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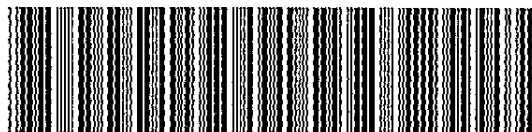
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LAW OFFICES

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Of Counsel:

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November 15, 2005

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

Re: Gemini Vero at Wilton Manors - Portofino, LLC

Dear Sir or Madam:

I am enclosing herewith Articles of Organization, along with a check for \$125.00, payable to Florida Department of State, with regard to the above.

After the enclosed has been processed, will you kindly forward some acknowledgment to this office.

Very truly yours,



Charles B. Butman

CBB:sg

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ARTICLES OF ORGANIZATION
OF
GEMINI VERO AT WILTON MANORS - PORTOFINO, LLC

ARTICLE I - NAME

The name of this limited liability company is: Gemini Vero at Wilton Manors - Portofino, LLC

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of the Limited Liability Company is 12138 Wiles Road, Coral Springs, Florida 33076.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed for the Florida Department of State. The Company's existence shall be perpetual unless the company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - REGISTERED AGENT

The name and the Florida street address of the registered agent is Jerry Slubowski, 12138 Wiles Road, Coral Springs, Florida 33076.

ARTICLE V - TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members.

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ARTICLE VI - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provision for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the company is Gemini Vero, LLC, 12138 Wiles Road, Coral Springs, Florida 33076.

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ARTICLE VII - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: New members may be admitted in accordance with the laws of the State of Florida and under the terms and conditions, as shall be mutually agreed upon in writing by all current and future members.


IN WITNESS WHEREOF the undersigned member and designated registered agent have executed these Articles of Organization this 15 day of November, 2005.

GEMINI VERO, LLC, A Member of
GEMINI VERO AT WILTON MANORS -
PORTOFINO, LLC

By: Gemini Vero Management, Inc., Manager of
Gemini Vero, LLC

By: 
Jerry Slubowski, Vice President

The undersigned, being the person named in the Articles of Organization of Gemini Vero at Wilton Manors - Portofino, LLC, as the Registered Agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and 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 his duties, and is familiar with and accepts the obligations of the position of Registered Agent.


Jerry Slubowski
Registered Agent