

NOV. 30. 2005 3:21 PM FOLEY & LARDNER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

COTTAGES AT WINDING CREEK, LLC

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FAX AUDIT NO.: H05000275201

**ARTICLES OF ORGANIZATION OF
COTTAGES AT WINDING CREEK, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State, the following are the Articles of Organization for Cottages at Winding Creek, LLC (the "Company"):

1. Name. The name of the Company is Cottages at Winding Creek, LLC.
2. Mailing Address and Principal Place of Business. The Company's mailing address and principal office shall be located at 3020 Hartley Road, Suite 300, Jacksonville, Florida 32257.
3. Initial Registered Agent. The name and address of the initial registered agent in Florida for the Company is:

F & L Corp.
One Independent Drive, Suite 1300
Jacksonville, Florida 32202-3520.

IN WITNESS WHEREOF, pursuant to Section 608.407, Florida Statutes, the undersigned, authorized representative of a member of the Company, has executed these Articles of Organization this 30th day of November, 2005.


Richard W. Hawthorne
Authorized Representative

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ACCEPTANCE BY REGISTERED AGENT

The undersigned, a corporation resident in the State, having been named in Section 3 of Articles of Organization of Cottages at Winding Creek, LLC (the "Company") as the initial registered agent for the Company at the office designated in the Company's Articles of Organization, in accordance with Section 608.415 of the Florida Statutes, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that it is familiar with and hereby accepts the obligations of such position.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F & L CORP.

By: Charles V. Hedrick
Charles V. Hedrick
Authorized Signatory

EXECUTED this 30th day of November, 2005.