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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA
DIVISION OF CORPORATIONS

CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: ED

DATE: 03/01/06

REF. #: 0164.48631

CORP. NAME: SOUTHMARK CENTER, LLC

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TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | | |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# _____ FOR \$ 160.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

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| <input checked="" type="checkbox"/> CERTIFIED COPY | <input checked="" type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name

The name of the limited liability company is **SOUTHMARK CENTER, LLC**, referred to in these Articles of Organization as the "Company."

ARTICLE II - Address

The mailing address and street address of the principal office of the limited liability company is:

280 Daines Street
Suite 300
Birmingham, Michigan 48009

ARTICLE III - Existence and Duration

In accordance with Section 608.409(1), Florida Statutes, the Company shall commence its existence at 12:01 a.m. on the date that these Articles of Organization are filed by the Florida Department of State, and its duration shall be perpetual.

ARTICLE IV - Registered Agent

The name and street address of the initial registered agent of the Company are as follows:

CorpDirect Agents, Inc.
515 East Park Ave.
Tallahassee, FL 32301

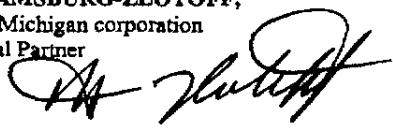
ARTICLE V - Applicable Law

The Company is created pursuant to Chapter 608, Florida Statutes, and shall be governed by the laws of the State of Florida.

WILLIAMSBURG COMMERCIAL LIMITED PARTNERSHIP, a Michigan limited partnership, its Member

BY: WILLIAMSBURG DEVELOPERS LIMITED PARTNERSHIP, a Michigan limited partnership, its General Partner

By: **WILLIAMSBURG-ZLOTOFF, INC.**, a Michigan corporation
a General Partner

By: 
Roger Zlotoff, Vice President

By: **WILLIAMSBURG-BILTMORE, INC.**, a Michigan corporation
a General Partner

By: 
Roger Zlotoff, Vice President

MARCH 1, 2006

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

REGISTERED AGENT ACCEPTANCE

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company submits the following statement to designate a Registered Office and Registered Agent in the State of Florida,

1. The name of the limited liability company is "SOUTHMARK CENTER, LLC."
2. The name and the street address of the registered agent are as follows:

CorpDirect Agents, Inc.
515 East Park Ave.
Tallahassee, FL 32301

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the 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 as provided for in Chapter 608, Florida Statutes.

CORPDIRECT Agents, Inc.

By: Ed Lary
Printed Name: Ed Lary, ASST Sec

March 1, 2006

Registered Agent