

03/14/2006 15:55 FAX 407 4231831

Division of Corporations

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Florida Department of State

Division of Corporations
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From:

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Account Name : DEAN, MEAD, EGERTON, BLOODWORTH, CAPOVANO & BOZARTH, P.A.
Account Number : 076077001702
Phone : (407) 841-1200
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Windsor Arms, LLC

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**ARTICLES OF ORGANIZATION
OF
WINDSOR ARMS, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as organizer of this limited liability company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

ARTICLE I - NAME OF COMPANY

The name of the limited liability company is Windsor Arms, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address, and the mailing address, of the principal office of the Company is 701 South Howard Avenue, Suite 202, Tampa, FL 33606.

ARTICLE III - REGISTERED AGENT AND REGISTERED OFFICE

The street address of the initial registered office of the Company in the State of Florida is 701 South Howard Avenue, Suite 202, Tampa, FL 33606. The name of the registered agent of the Company at that address is Stephen C. Cheeseman.

ARTICLE IV - MANAGEMENT

The Company is to be a manager-managed company. The name and address of the initial manager of the Company is Stephen C. Cheeseman, 701 South Howard Avenue, Suite 202, Tampa, FL 33606.

ARTICLE V - EFFECTIVE DATE

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The effective date of these Articles of Organization, and the beginning of the existence of the Company, shall be the date of filing of these Articles of Organization with the Florida Department of State.


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TALLAHASSEE, FLORIDA

The undersigned member has made and subscribed these Articles of Organization this 10 day of March, 2006.

Under penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

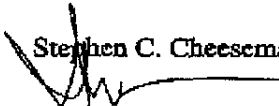
WINDSOR SQUARE APARTMENTS,
INC., a Florida corporation, Sole Member

By:


Stephen C. Cheeseman, President

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.


Stephen C. Cheeseman

DATE: March 10, 2006

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