

W6000072483

Florida Department of State
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To:
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From:
Account Name : CNL FINANCIAL GROUP, INC.
Account Number : 113615003626
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2006 JUL 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Sutton/CNL Apartments Manager, LLC

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**ARTICLES OF ORGANIZATION
OF
SUTTON/CNL APARTMENTS MANAGER, LLC**

ARTICLE I - NAME

The name of this limited liability company is SUTTON/CNL APARTMENTS MANAGER, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address of the principal office of the Company is Post Office Box 4920, Orlando, Florida 32802-4920, and the street address of the principal office of the Company is 450 S. Orange Avenue, Orlando, Florida 32801-3336.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 450 South Orange Avenue, Orlando, Florida 32801, and the name of the initial registered agent of the Company at that address is Robert A. Bourne.

IN WITNESS WHEREOF, the undersigned, as an authorized representative of a member, has caused these Articles of Organization to be duly executed as of the 20th day of July, 2006.

2006 JUL 20 AM 9:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Betsy Rosa
Authorized Representative of Member

Acceptance of Registered Agent

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.


Robert A. Bourne

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