

Division of Corporations

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Florida Department of State
Division of Corporations
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DIVISION OF CORPORATIONS

FLORIDA/FOREIGN LIMITED LIABILITY CO.

GMC REAL ESTATE FUND I MANAGER, LLC

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**ARTICLES OF ORGANIZATION
OF**

GMC REAL ESTATE FUND I MANAGER, LLC

The undersigned organizers, who are members of **GMC REAL ESTATE FUND I MANAGER, LLC** ("Company") under the Florida Limited Liability Company Act, hereby adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is **GMC REAL ESTATE FUND I MANAGER, LLC**

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the Company is 9550 Regency Square Boulevard, Suite 902, Jacksonville, Florida 32225.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Christopher C. Simms, 9550 Regency Square Boulevard, Suite 902, Jacksonville, Florida 32225.

ARTICLE IV - MANAGEMENT

The management of the Company shall be vested in two Managing Members of the Company as provided in its Operating Agreement. The name and addresses of the initial Managing Members are Gregory S. Simms and Christopher C. Simms, 9550 Regency Square Boulevard, Suite 902, Jacksonville, Florida 32225.

ARTICLE V - ADDITIONAL PROVISIONS

The purpose of the Company is limited solely to (i) serving as managing member of GMC REAL ESTATE FUND I, LLC, a Florida limited liability company, in connection with its acquiring, owning, holding, selling, leasing, transferring, exchanging, operating and managing

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real estate and (ii) transacting any and all lawful business that is incident, necessary and appropriate to accomplish the foregoing.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization as of the 30 day of June, 2006.



(SEAL)
Gregory S. Slims
Managing Member and Authorized Representative



(SEAL)
Christopher C. Slims
Managing Member and Authorized Representative

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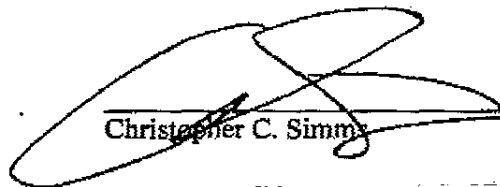
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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for **GMC REAL ESTATE FUND I MANAGER, LLC** at the place designated in the Articles of Organization, Christopher C. Simms hereby accepts the appointment as registered agent and agrees to act in this capacity. Christopher C. Simms further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and Christopher C. Simms is familiar with and accepts the obligation of the position as registered agent as provided for in Chapter 608, F.S.


Christopher C. SimmsDate: June 30, 200606 AUG 14 AM 8:48
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