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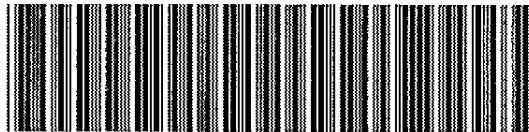
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December 13, 2006

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TALLAHASSEE, FLORIDA

Division of State
Division of Corporations
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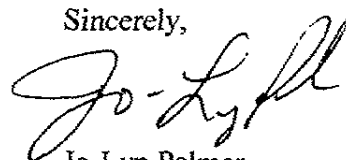
SUBJECT: QUAIL GROVE OF TALLAHASSEE, LLC.

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Organization with a check in the amount of \$125.00 for filing fee pertaining to Quail Grove of Tallahassee, LLC.

If you have any questions, please contact me.

Sincerely,



Jo-Lyn Palmer
Paralegal to
Bruce I. Wiener

enclosures

ARTICLES OF ORGANIZATION
OF
QUAIL GROVE OF TALLAHASSEE, LLC

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I
Name and Principal Place of Business

The name of the limited liability company shall be Quail Grove of Tallahassee, LLC (hereinafter the "Company"). The principal place of business and mailing address of the Company shall be 3107 O'Brien Drive, Tallahassee, Florida 32309.

ARTICLE II
Duration

The Company shall commence its existence on the date these Articles of Organization are filed with and accepted by the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization and the Operating Agreement of the Company.

ARTICLE III
Powers

The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV
Registered Office and Agent

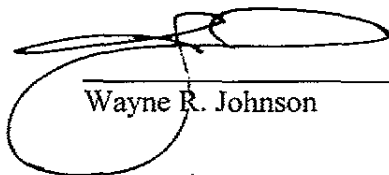
The name and street address of the registered agent of the Company in the State of Florida are as follows: Wayne R. Johnson, 3107 O'Brien Drive, Tallahassee, Florida 32309.

ARTICLE V
Management

The business and affairs of the Company shall be managed by one or more managing members, who shall be elected by the members. The name and address of the managing member who will serve as the managing member until his successor is elected and qualified is as follows:

Wayne R. Johnson
3107 O'Brien Drive
Tallahassee, Florida 32309

IN WITNESS WHEREOF, the undersigned member has made and subscribed these
Articles of Organization at Tallahassee, Florida, this 12th day of December, 2006.



Wayne R. Johnson

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

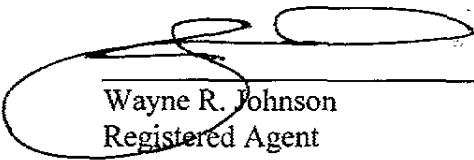
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OF THE FLORIDA LIMITED LIABILITY COMPANY ACT, THE LIMITED LIABILITY COMPANY IDENTIFIED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is QUAIL GROVE OF TALLAHASSEE, LLC.

2. The name and the Florida street address of the registered agent for QUAIL GROVE OF TALLAHASSEE, LLC is: Wayne R. Johnson, 3107 O'Brien Drive, Tallahassee, Florida 32309.

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.

DATED: December 12th, 2006.


Wayne R. Johnson
Registered Agent