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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

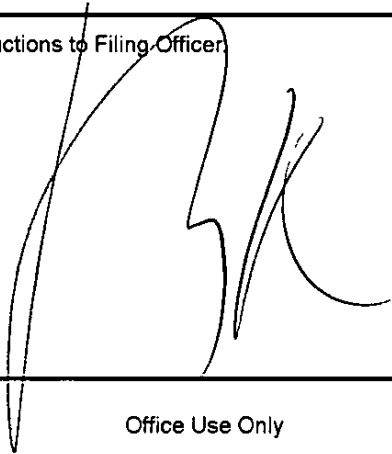
PICK-UP WAIT MAIL

(Business Entity Name)

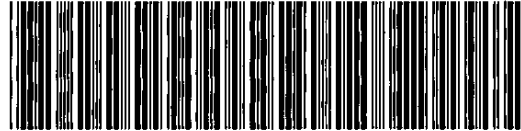
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CORPDIRECT AGENTS, INC. (formerly CCRS)
515 EAST PARK AVENUE
TALLAHASSEE, FL 32301
222-1173

FILING COVER SHEET
ACCT. #FCA-14

CONTACT: KATIE WONSCH

DATE: 12/21/2006

REF. #: 000204.61734

CORP. NAME: SARASOTA PALMER RANCH GP, LLC

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- | | | |
|--|---|---|
| <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# 519531 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

_____ COST LIMIT: \$ _____

PLEASE RETURN:

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

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
SARASOTA PALMER RANCH GP, LLC

The undersigned does hereby execute these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

ARTICLE I
NAME

The name of the limited liability company shall be:

SARASOTA PALMER RANCH GP, LLC

ARTICLE II
PERIOD OF DURATION

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE III
PURPOSES

The limited liability company may engage in the transaction of any or all lawful business for which limited liability companies may be formed under the laws of the State of Florida.

ARTICLE IV
ADDRESS AND PLACE OF BUSINESS

The mailing and street address of the principal office for the limited liability company is 8000 Towers Crescent Dr., #825, Vienna, VA 22182.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the limited liability company's initial registered office in Florida is 2907 Bay to Bay Boulevard, Suite 201, Tampa, FL 33629, and the name of its initial registered agent is Thomas P. McNamara. The limited liability company may

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change its registered office or its registered agent or both by filing with the Department of State of the State of Florida a statement complying with Section 608.416, Florida Statutes.

**ARTICLE VI
MANAGEMENT**

All powers of the limited liability company shall be exercised by or under the authority of, and the business and affairs of the limited liability company shall be managed by or under the direction of the managers of the limited liability company. The Board of Managers of this limited liability company shall consist of a number of persons elected in the manner prescribed in the Operating Agreement of the limited liability company. The initial Board of Managers shall consist of one entity. Each manager shall serve a term of the greater of (i) one year, or (ii) the period from its election until the election of its successor; provided, however, any manager may be removed as provided in the Operating Agreement of the limited liability company. The name and current address of the manager who is to serve as the initial manager until the first annual meeting of members and until its successors are elected and qualify are as follows:

<u>Name</u>	<u>Address</u>
Sarasota Palmer Ranch I GP, LLC	8000 Towers Crescent Dr., #825 Vienna, VA 22182

**ARTICLE VII
RESTRICTIONS ON MEMBERSHIP**

New members shall be admitted to the limited liability company upon approval by the Board of Managers. Contributions required of a new member shall be determined by the Board of Managers as of the time of the admission of the new member to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except in accordance with the operating agreement of the limited liability company.

**ARTICLE VIII
ACKNOWLEDGMENT**

The undersigned, being an authorized representative of a member of the limited liability company, does hereby certify that the foregoing constitutes the Articles of Organization of Sarasota Palmer Ranch GP, LLC. These Articles of Organization may be amended from time to time in the manner now or hereafter prescribed in the operating agreement of the limited liability company consistent with the laws of the State of Florida.

IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 19 day of December, 2006.


THOMAS P. MCNAMARA

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of Sarasota Palmer Ranch GP, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations imposed by Section 608.415, Florida Statutes.

Executed this 19 day of December, 2006.


THOMAS P. McNAMARA

December 20, 2006

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Sarasota Palmer Ranch HC Partners, LP
Sarasota Palmer Ranch HC Partners GP, LP
Sarasota Palmer Ranch GP, LLC
Sarasota Palmer Ranch I GP, LLC

Dear Sir or Madam:

This letter is being written with respect to the formation of the referenced entities. Please be advised that the undersigned hereby give permission to all of the referenced entities, which are affiliates, to use names that are similar to their own names.

If you have any questions, please feel free to give us a call. Thank you for your assistance in this matter.

SARASOTA PALMER RANCH HC PARTNERS, LLC

By: 

Victor R. Fransen

SARASOTA PALMER RANCH HC PARTNERS
MGR., LLC

By: 

Victor R. Fransen