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(Business Entity Name)

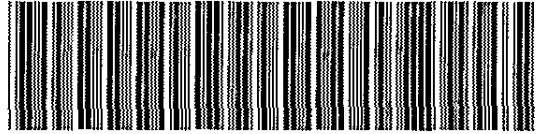
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

# Greenberg Traurig

Lorence Jon Bielby  
[BielbyL@gtlaw.com](mailto:BielbyL@gtlaw.com)

April 3, 2007

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**BY HAND DELIVERY**

**RE: *Magnolia Park - Gainesville, LLC***

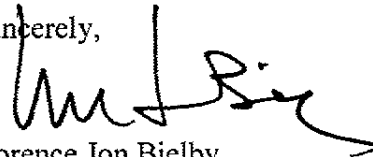
Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Organization for Magnolia Park - Gainesville, LLC.

Please file these Articles and date-stamp the enclosed copy, returning the same to our courier, together with a Certificate of Status. We have enclosed our check number 00844 in the amount of \$130.00, which covers your fee for the same.

Should you have any questions regarding the enclosed, please do not hesitate to contact me.

Sincerely,



Lorence Jon Bielby  
For the Firm

LJB/mh  
Encls.

Please call  
Lorence Bielby  
Tallahassee  
850.222.6891  
SECRETARY OF STATE  
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**ARTICLES OF ORGANIZATION  
OF  
MAGNOLIA PARK-GAINESVILLE, LLC**

These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608, or other applicable provision).

**ARTICLE I - Name**

The name of this Limited Liability Company is: MAGNOLIA PARK – GAINESVILLE, LLC (the "Company"), and may do business as "Magnolia Park at Turkey Creek".

**ARTICLE II - Duration**

The Company shall exist from the date of filing these Articles with the Florida Secretary of State until terminated in accordance with the Company's regulations and/or in accordance with law.

**ARTICLE III - Address**

The mailing and street address for the principal office of the Company is MAGNOLIA PARK – Gainesville, LLC, 2770 N.W. 43rd Street, Suite B, Gainesville, FL 32606-7419.

**ARTICLE IV - Admission of Additional Members**

Additional members to the Company may be admitted, but only if all the current Members unanimously agree to the admission of the additional members and unanimously agree to the terms of admission. Members can only be removed if all the current Members unanimously agree.

**ARTICLE V - Members Rights to Continue Business**

If a Member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members may, by unanimous written agreement, continue the business of the Company.

**ARTICLE VI - Management**

The daily, usual course of business of the Company will be managed by a manager (the "Manager"). Upon due authorization by the Members, the Manager can contract with the necessary professionals or service providers such that the daily business of the Company can be performed, subject to the controls as set forth herein and as set forth in the regulations. The Manager shall be elected annually by the Members in the manner prescribed by and provided for by the Members of the Company. The Manager shall hold the office(s) and have the responsibilities accorded to him/her by the Members. The Members reserve the general management of the Company to themselves, and therefore all decisions outside the usual course of the Company's business will require a vote of the Members holding two-thirds interest in the Company. The name and address of the Manager who is to serve until the first annual meeting or until his successor is otherwise selected is as follows:

Thomas Schanze  
411 Pablo Avenue  
Jacksonville, Florida 32250

**ARTICLE VII - Operating Agreement**

The Members shall have the power to adopt, alter, amend, or repeal operating agreements of the Company containing provisions for the regulation and management of the affairs of the Company.

**ARTICLE VIII - Registered Agent and Office**

The street address of the Corporation's initial registered office is 101 E. College Avenue, Tallahassee, Florida 32301, and the name of its initial registered agent at such office is: Lorence Jon Bielby, Esq., Greenberg Traurig, P.A.

Magnolia Park – Gainesville, LLC  
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The undersigned executed these Articles of Organization on the 2<sup>nd</sup> day of April, 2007.

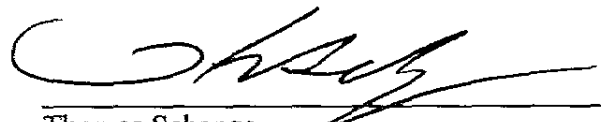
  
\_\_\_\_\_  
Thomas Schanze  
Member, Magnolia Park – Gainesville, LLC

**CERTIFICATE OF DESIGNATION  
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Magnolia Park – Gainesville, LLC
2. The name and address of the registered agent and office is:

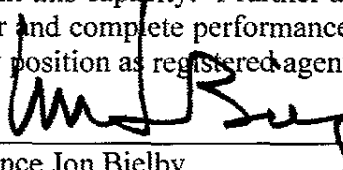
Lorence Jon Bielby, Esq.  
Greenberg Traurig, P.A.  
101 East College Avenue  
Tallahassee, Florida 32301

  
\_\_\_\_\_  
Thomas Schanze  
Member, Magnolia Park – Gainesville, LLC

Magnolia Park – Gainesville, LLC  
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**ACCEPTANCE OF APPOINTMENT 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.



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Lorence Jon Bielby  
Greenberg Traurig, P.A.  
101 E. College Avenue  
Tallahassee, FL 32301  
Registered Agent

Date: APRIL 2, 2007