

MAY. 1. 2007 5:10PM

HOLBROOK AKEL COLD STIEFEL & RAY

NO. 1009 P. 1

LD 1000046901

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FLORIDA/FOREIGN LIMITED LIABILITY CO.

HBH - Palms Court 2-B, LLC

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ARTICLES OF ORGANIZATION
OF
HBH - PALMS COURT 2-B, LLC

The undersigned, the authorized representative of a member, intending to form and create a Limited Liability Company, as defined in Chapter 608 of the Florida Statutes, hereby files these Articles of Organization and states:

ARTICLE I
NAME AND ADDRESS

The name of the Limited Liability Company is HBH - PALMS COURT 2-B, LLC. The principal office address and mailing address is c/o MARC MAJED EL HASSAN, 9857 Old St. Augustine Road, Suite 5, Jacksonville, Florida 32257.

ARTICLE II
REGISTERED AGENT AND OFFICE

The name and street address of the Limited Liability Company's initial registered agent and office is EDWARD C. AKEL, One Independent Drive, Suite 2301, Jacksonville, Florida 32202.

ARTICLE III
MANAGEMENT; MANAGER

The Limited Liability Company is to be a manager-managed company BY THE SIGNATURE OF ANY ONE MANAGER. The name and address of the managers who shall serve as manager until a successor is elected and duly qualified are:

<u>Managers</u>	<u>Street Address and Mailing Address</u>
Andrew M. Hassan	9857 Old St. Augustine Road, Suite 5 Jacksonville, Florida 32257
Marc Majed El Hassan	9857 Old St. Augustine Road, Suite 5 Jacksonville, Florida 32257

ANY ONE MANAGER MAY SIGN ALONE TO TAKE ACTION ON BEHALF OF THE COMPANY, INCLUDING CONVEYANCE AND ENCUMBRANCE OF REAL AND PERSONAL PROPERTY AND EXECUTING AND DELIVERING PROMISSORY NOTES AND OTHER INDEBTEDNESS AND OBLIGATIONS.

ARTICLE IV
PURPOSE OF COMPANY

The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

ARTICLE V
EFFECTIVE DATE AND DURATION

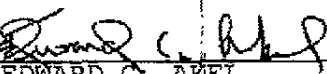
The Company shall be effective on filing and shall have perpetual duration.

SIGNED by the undersigned as the authorized representative of a member this 1st day of May, 2007.


EDWARD C. AKEL

ACKNOWLEDGEMENT AND ACCEPTANCE
OF REGISTERED AGENT OF
HBH - PALMS COURT 2-B, LLC

Having been named to accept service of process as registered agent for the above stated limited liability company, at the place designated in the Articles of Organization of the limited liability company to which this is attached, I hereby accept the appointment as registered agent and I agree to act in this capacity, and agree to comply with the provision of said act relative to keeping open the registered office at the address below.


EDWARD C. AKEL
One Independent Drive, Suite 2301
Jacksonville, Florida 32202

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