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**FLORIDA LIMITED LIABILITY CO.
MARKET STREET VIERA SENIOR REAL ESTATE, LLC**

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION
OF
MARKET STREET VIERA SENIOR REAL ESTATE, LLC**

ARTICLE I - NAME

The name of this limited liability company is Market Street Viera Senior Real Estate, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The street address and mailing address of the Company's principal office is 445 24th Street, Suite 300, Vero Beach, Florida 32960.

ARTICLE III - INITIAL REGISTERED AGENT

The name of the initial registered agent of the Company is Joan T. Williams and her street address is 445 24th Street, Suite 300, Vero Beach, Florida 32960.

ARTICLE IV - MANAGEMENT

The Company is member-managed for purposes of Section 605.0407, Florida Statutes, and other relevant provisions of Chapter 605, Florida Statutes, and the initial members of the Company are Viera ALF, LLC, a Florida limited liability company and Braeburn Development, LLC, an Illinois limited liability company.


Joan T. Williams, Authorized Representative

ACCEPTANCE 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 as provided for in Chapter 605, Florida Statutes.


Joan T. Williams

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