

Sumata Research  
Requestor's Name  
96000000926  
City/State/Zip Phone #

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 AUG 30 PM 2:34  
200 007

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Florida Shelf GP # 13, L.C.  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #) 800001940328  
-09/05/96--01108--004  
\*\*\*\*170.00 \*\*\*\*85.00

4. (Corporation Name) (Document #) 800001940328  
-09/05/96--01108--005  
\*\*\*\*200.00 \*\*\*\*200.00

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☐ Certified Copy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

file  
FILING \$250.00  
R. AGENT 35.00  
C. COPY  
TOTAL \$285.00  
N. BANK  
BALANCE DUE  
REFUND

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96 AUG 30 AM 11:51  
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION OF  
FLORIDA SHELF GP #13, L.C.

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DIVISION OF CORPORATIONS  
96 AUG 30 PM 2:34

ARTICLE I - Name

The name of the Limited Liability Company is FLORIDA SHELF GP #13, L.C. (the "Company").

ARTICLE II - Address

The mailing address and street address of the principal office of the Company is 7575 Dr. Phillips Boulevard, Suite 230, Orlando, Florida 32819.

ARTICLE III - Duration

The Company shall exist for a period of no less than thirty (30) years, and no more than fifty (50) years from the date of filing these Articles of Organization, unless sooner dissolved in accordance with Florida law.

ARTICLE IV - Management

The daily, usual course of business of the Company will be managed by its manager (the "Manager"). The Manager shall be elected annually by the members in the manner prescribed by and provided for in the Regulations of the Company. The Manager shall also hold the offices and have responsibilities accorded to him by the members and as set forth in the Regulations of the Company. 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 is as follows:

Hearthstone Advisors, Inc.  
16830 Ventura Boulevard  
Suite 352  
Encino, CA 91436

ARTICLE V - Admission of Additional Members

The right, if given of the remaining members to admit additional members and the terms and conditional of the admissions shall be subject to a vote of two-thirds of the existing members and conditioned on the new member's agreement to abide by all existing agreements of the members regarding the conduct of the Company.

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DIVISION OF CORPORATIONS  
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ARTICLE VI - Members Rights to Continue Business

The right, if given, of the remaining members of the Company to continue the business in the event of the termination of the Company due to death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining or surviving members may continue in the business of the Company provided that not less than a majority of the ownership interests agree to do so in writing.

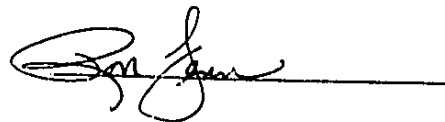
ARTICLE VI - Registered Agent and Office

The street address of the Company's initial registered office is 7575 Dr. Phillips Boulevard, Suite 230, City of Orlando, County of Orange, State of Florida 32819, and the name of its initial registered agent at such office is Mr. Ron Fenn.

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of FLORIDA SHELF GP #13, L.C., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §608.415 or §608.507.

RON FENN,  
Registered Agent

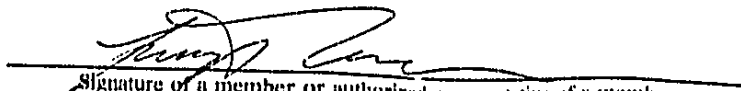


Dated: August 2, 1996

### AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of FLORIDA SHELF GP #13, L.C. deposes and says:

1. the above named Company has at least two members;
2. the total amount of cash contributed by the members is \$ 200.00;
3. If any, the agreed value of property other than cash contributed by members is \$ -0-;
4. the total amount of cash of property anticipated to be contributed by members is \$ 200.00. This total includes amount from 2 and 3 above.

  
Signature of a member or authorized representative of a member

(In accordance with §608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.)

# L96000000926

Sunstate Research Assoc  
Requestor's Name

PO Box 11271  
Address

Tall FL 32302  
City/State/Zip      Phone #

900001961633  
-10/01/96--01161--019  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

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<input type="checkbox"/>	Other

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SEP 20 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

9/20

*Handwritten signature*  
**Change**

**RECEIVED**  
96 SEP 20 AM 10:53  
DIVISION OF CORPORATION

**CERTIFICATE OF AMENDMENT  
TO THE  
ARTICLES OF ORGANIZATION  
OF  
FLORIDA SHELF GP #13, L.C.**

**FILED**  
**96 SEP 20 PM 12:47**  
**SECRETARY OF STATE**  
**TALLAHASSEE FLORIDA**

Pursuant to the provisions of Section 608.411 of the Florida Limited Liability Company Act, the undersigned company adopts the following Certificate of Amendment to its Articles of Organization:

1. The name of this company is FLORIDA SHELF GP #13, L.C. (hereinafter called the "Company").
2. The Articles of Organization of the Company were filed on August 30, 1996.
3. Article I of the Company's Articles of Organization is deleted and replaced by new Article I, as follows:

**ARTICLE I - Name**

The name of the Limited Liability Company is "ECON RIVER ESTATES-ORLANDO GP, L.C."

4. Except as hereby amended, the Articles of Organization of the Company shall remain the same.
5. The amendment made herein to the Articles of Organization of the Company was adopted by the unanimous consent of the members of the Company on the date of this Certificate of Amendment.

**IN WITNESS WHEREOF**, the undersigned Manager of the Company has executed this Certificate of Amendment, this 18th day of September, 1996.

**HEARTHSTONE ADVISORS, INC.,**  
a California corporation  
Manager, an authorized representative

By:

  
Tracy T. Carver  
Senior Vice President