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AUTHORIZATION :

Patricia Pigeto

COST LIMIT : \$ 337.50

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ORDER DATE : December 1, 1998

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ORDER NO. : 048204-005

CUSTOMER NO: 4732152

CUSTOMER: Winfield A. Gartner, Esq
GARTNER BROCK & SIMON
GARTNER BROCK & SIMON
Suite 203
1660 Prudential Drive
Jacksonville, FL 32207

DOMESTIC FILING

NAME: SARASOTA HASKELL, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS: _____

Name	<i>MSA</i>
Availability	<i>MSA</i>
Document	<i>MSA</i>
Examiner	<i>MSA</i>
Updater	<i>MSA</i>
Validator	<i>MSA</i>
Verifier	<i>MSA</i>
Acknowledgement	<i>MSA</i>
W. P. Verifier	<i>MSA</i>

RECEIVED
98 DEC -1 PM 1:55
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DIVISION OF CORPORATIONS
98 DEC -1 PM 3:04

**ARTICLES OF ORGANIZATION
OF
SARASOTA HASKELL, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be SARASOTA HASKELL, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 111 Riverside Avenue, Jacksonville, Florida 32202.

**ARTICLE III
PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV
DURATION**

The period of duration for the Limited Liability Company shall commence on November 24, 1998, and shall continue perpetually, unless terminated: (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

ARTICLE V MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Haskell Development, Inc.
111 Riverside Avenue
Jacksonville, Florida 32202

Such Manager shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

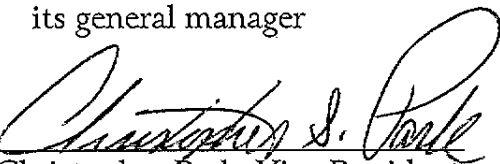
ARTICLE VII REGISTERED AGENT AND OFFICE

The Company designates 111 Riverside Avenue, Jacksonville, Florida 32202, as the street address of the initial registered office of the Company and names Christopher Park, as the Company's initial registered agent at that address to accept service of process within this State.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 30th day of November, 1998.

HASKELL REALTY DEVELOPERS
MASTER LIMITED PARTNERSHIP

By: HASKELL DEVELOPMENT, INC.,
its general manager

By: 
Christopher Park, Vice President

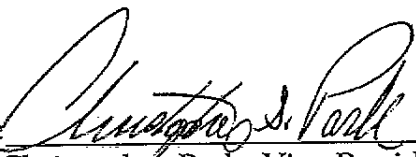
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, 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: SARASOTA HASKELL, LLC.
2. The name and address of the registered agent and office is:

Christopher Park
111 Riverside Avenue
Jacksonville, Florida 32202

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.

By 
Christopher Park, Vice President

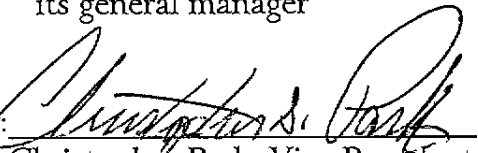
AFFIDAVIT OF MEMBERSHIP AGREEMENT

The undersigned member or authorized representative of a member of SARASOTA HASKELL, LLC., deposes and says:

- 1) the above named limited liability company has at least one member;
- 2) the total amount of cash contributed by the member is \$100.00
- 3) if any, agreed value of property other than cash: none.
The amount anticipated: none.
- 4) the total amount of cash or property anticipated to be contributed by members is \$100.00. This total includes amounts from Item 2 above.

HASKELL REALTY DEVELOPERS
MASTER LIMITED PARTNERSHIP

By: HASKELL DEVELOPMENT, INC.,
its general manager

By: 
Christopher Park, Vice President

(Signature of a Member or authorized representative of a Member)

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