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LIMITED LIABILITY COMPANY

Greenbriar Village Investments, L.L.C.

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**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Limited Liability Company is:

Greenbriar Village Investments, L.L.C.

ARTICLE II - Duration:

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE III - Address:

The mailing address and the street address of the principal office of the Limited Liability Company are:

c/o TAM Real Estate Florida, Inc.
8556 Palm Parkway
Orlando, Florida 32836

ARTICLE IV - Registered Agent/Address

The name and address of the registered agent are:

Valdes-Fauli Corporate Services, Inc.
777 South Flagler Drive, Suite 500 East
West Palm Beach, Florida 33401

ARTICLE V - Additional Members

Additional members may be admitted to the Limited Liability Company upon the written consent of the members.

Wendy St. Charles, Esq. (FL Bar #0067301)
Gunster, Yoakley, Valdes-Fauli &
Stewart, P. A.
777 S. Flagler Dr., Suite 500 East
West Palm Beach, Florida 33401
(561) 655-1980

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ARTICLE VI - Continuation of Business

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the remaining members (if any) may, upon written consent of the members, elect to continue the business.

ARTICLE VII - Management:

The Limited Liability Company is to be managed by the member and the name and address of the managing member are:

TAM I Residential Holdings, Inc.
8556 Palm Parkway
Orlando, Florida 32836

Dated: May 19, 1999

TAM I RESIDENTIAL HOLDINGS, INC.,
Member

BY: 

Hatim Hashwani, President

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**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: Greenbriar Village Investments, L.L.C.
2. The name and address of the registered agent and office are:

Valdes-Fauli Corporate Services, Inc.
(Name)

777 South Flagler Drive, Suite 500 East
(P.O. Box not acceptable)

West Palm Beach, Florida 33401
(City/State/Zip)

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.

Dated: May 19, 1999

VALDES-FAULI CORPORATE SERVICES, INC.

BY: 
Michael V. Mitrione, Vice President

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Greenbriar Village Investments, L.L.C. deposes and says:

- 1) The above named Limited Liability Company has one member.
- 2) The total amount of cash contributed by the member is \$0.
- 3) The total amount of cash or property anticipated to be contributed by the member is \$6,000,000.

Dated: May 19, 1999

TAM I RESIDENTIAL HOLDINGS, INC.,
Member

BY: 

Hatim Hashwani, President

(In accordance with section 608.403(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that facts stated herein are true.)

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