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ACCOUNT NO. : 072100000032

REFERENCE : 269755 80354A

AUTHORIZATION : Patricia Pizut

COST LIMIT : \$ 337.50

ORDER DATE : June 10, 1999

ORDER TIME : 10:49 AM

ORDER NO. : 269755-010

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CUSTOMER NO: 80354A

CUSTOMER: Ms. Debbie Fricke
WINDERWEEDLE HAINES WARD &
WINDERWEEDLE HAINES WARD &
Suite 1490
390 North Orange Avenue
Orlando, FL 32802

DOMESTIC FILING

NAME: METRO ORLANDO REALTY &
INVESTMENTS, L.C.

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: Tamara Odom

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DIVISION OF CORPORATIONS
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49-3361

Name	Debbie Fricke
Availability	6-10
Document Examiner	Debbie Fricke
Updater	Debbie Fricke
Updater Verifier	Debbie Fricke
Acknowledgment	Debbie Fricke
W. P. Verifier	Debbie Fricke

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FILE 2ND***

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
METRO ORLANDO REALTY & INVESTMENTS, L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

The undersigned (the "Members") acting as the organizers and the Members of METRO ORLANDO REALTY & INVESTMENTS, L.C., under the Florida Limited Liability Company Act, Chapter 608, Fla. Stat., adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the limited liability company is METRO ORLANDO REALTY INVESTMENTS, L.C.

**ARTICLE II
PURPOSE AND POWERS**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III
INITIAL REGISTERED AGENT, REGISTERED OFFICE ADDRESS**

The street address and mailing address of the initial corporate office and initial registered office of this Corporation is 250 Park Avenue South, 5th Floor, Winter Park, Florida 32789 and the name of the initial registered agent of this Corporation at that address is Randolph J. Rush.

**ARTICLE IV
DURATION**

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State, and it shall exist perpetually thereafter unless dissolved according to law. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any Member, or upon the occurrence of any other event which terminates the continued membership of any Member in the Company, then unless the Company's existence is continued by the unanimous written consent of all the remaining Members, the Company shall dissolve.

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ARTICLE V
MANAGEMENT

The management and control of the Company and its business and affairs is reserved to the Members of the Company. The Members of the Company with exclusive authority to manage the business of the Company shall be:

David J. Townsend
1803 Park Center Drive, Suite 220
Orlando, FL 32835

Charles E. Hawthorne, Jr.
1803 Park Center Drive, Suite 220
Orlando, FL 32835

(the "Managing Members"). The Managing Members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company. Any new Members admitted shall not become Managing Members without the unanimous written consent of all then existing Members of the Company.

ARTICLE VII
MEMBERS RIGHTS TO CONTINUE BUSINESS

The right of the remaining Members of the Company to continue the business on the 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 limited liability company shall be upon the unanimous written consent of all then existing Members of the Company.

ARTICLE VIII
AMENDMENTS

The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the unanimous written approval of all Members of the Company.

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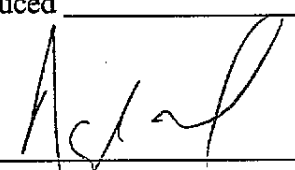
IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization as of the 9th day of June, 1999.


DAVID J. TOWNSEND

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9th day of June, 1999, by David J. Townsend, who is personally known to me ~~or has produced~~ _____ as identification.

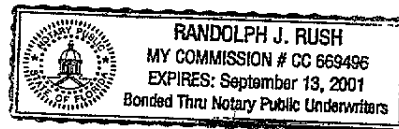


NOTARY SIGNATURE

Randolph J. Rush
NOTARY NAME PRINTED

Notary Public

My Commission Expires:

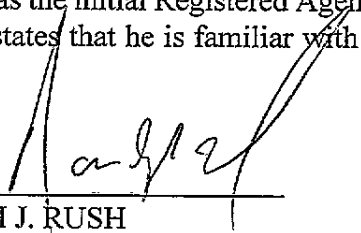


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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial Registered Agent of METRO ORLANDO REALTY & INVESTMENTS, L.C., and states that he is familiar with the obligations of that position



RANDOLPH J. RUSH

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of METRO ORLANDO REALTY & INVESTMENTS, L.C. deposes and says:

1. The above named limited liability company has two (2) members.
2. The total amount of cash contributed by each of the members is as follows:

David J. Townsend	\$ 100.00
Charles E. Hawthorne, Jr.	\$ 100.00

3. If any, the agreed value of property other than cash contributed by the members is as follows:

David J. Townsend	\$ 0.00
Charles E. Hawthorne, Jr.	\$ 0.00

4. The amount of cash or property anticipated to be contributed by the members is as follows:

David J. Townsend	\$ 0.00
Charles E. Hawthorne, Jr.	\$ 0.00

5. The total amount of 2, 3 and 4 is: \$ 200.00


David J. Townsend,
Managing Member

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STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9th day of June, 1999, by David J. Townsend, who is personally known to me or has produced identification as identification.


NOTARY SIGNATURE

Randolph J. Rush
NOTARY NAME PRINTED

Notary Public

My Commission Expires:

