

Division of Corporations

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LIMITED LIABILITY COMPANY

DIVERSIFIED INVESTMENTS - TERRA CELA, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$346.25

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 27, 1999

GREENBERG TRAURIG

SUBJECT: DIVERSIFIED INVESTMENTS - TERRA CEIA, LLC
REF: W99000020022

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must include the name and address of the MANAGER of the company.,

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges
Document Specialist

FAX Aud. #: H99000021623
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FAX AUDIT NO.: H990000216236
GREENBERG TRAURIG, P.A.
JOHN MCGOWAN, ESQ.
FLORIDA BAR NO. 0126438

STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
DIVERSIFIED INVESTMENTS - TERRA CEIA, LLC

These Articles of Organization of **DIVERSIFIED INVESTMENTS - TERRA CEIA, LLC**, a Florida limited liability company (the "Company"), dated as of August 24th 1999, are being duly executed and filed by the undersigned member, authorized to form a limited liability company under the Florida Limited Liability Company Act (Chapter 608 of Florida Statutes) (the "Florida Act").

FIRST: The name of the limited liability Company is **DIVERSIFIED INVESTMENTS - TERRA CEIA, LLC**.

SECOND: The nature of the business to be transacted and the purposes to be promoted or carried out by the Company, is to engage in any lawful act or activity for which limited liability companies may be formed under the Florida Act, and by such statement all lawful acts and activities shall be within the purposes of the Company's business as permitted under the Florida Act.

THIRD: The Company is to be managed by a manager (the "Manager") as appointed by the Member from time to time. The name and address of the initial Member is Diverse Communities, LLC, c/o Diversified Investments - Flozona, Inc., 4340 East West Highway, Suite 206, Bethesda, MD 20814. The name and address of the Manager is Barry L. Haase at 4340 East West Highway, Suite 206, Bethesda, MD 20814.

FOURTH: The duration of the Company shall be perpetual, and shall begin on the date these Articles of Organization are duly filed with the Secretary of State of the State of Florida.

FIFTH: The principle and mailing address of the Company is 4340 East West Highway, Suite 206, Bethesda, MD 20814.

SIXTH: The Member of the Company (the "Member") may admit additional members, upon unanimous consent as provided in the regulations as adopted and amended by the Company.

SEVENTH: The remaining Member(s), if any, pursuant to the terms of the Operating Agreement, may elect to continue the Company's 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 Company.

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DIVISION OF CORPORATIONS

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EIGHTH: The Registered Agent and Registered Office for service of process is as follows:

Name: Corporation Service Company
Address: 1201 Hays Street, Tallahassee, Florida 32301-2607

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the date first above written.

DIVERSE COMMUNITIES, LLC., a Delaware Limited Liability Company

By: Diversified Investments - Flozona, Inc., a Delaware corporation and Managing Member of Diverse Communities, LLC

By: 
Name and Title: Barry L. Haase, Chairman and Chief Executive Officer

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**FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Section 48.091 and Section 608.415 of the Florida Statutes, the following is submitted:

That **DIVERSIFIED INVESTMENTS - TERRA CELA, LLC** (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida with its registered office, as indicated in the Articles of Organization filed even date herewith, at 1201 Hays Street, Tallahassee, Florida 32301-2607 as its agent to accept service within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the Company named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Limited Liability Company Act and all other applicable laws, relative to the proper and complete performance of my duties as registered agent.

Date: August 27th, 1999

Deborah D. Skipper
Corporation Service Company, Registered Agent

Deborah D. Skipper
as its agent

OSLANDO/TURTON/K/23079/104411.DOC/8/27/99

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

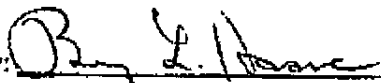
The undersigned member or authorized representative of the member of **DIVERSIFIED INVESTMENTS - TERRA CEIA, LLC** certifies:

- (1) The above named limited liability company has at least one member;
- (2) The total amount of cash contributed by the members is: \$100;
- (3) If any, the agreed upon value of property other than cash contributed by members is \$0; and
- (4) The total amount of cash and property contributed and anticipated by members is: \$100.

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

DIVERSE COMMUNITIES, LLC., a Delaware Limited Liability Company

By: Diversified Investments - Flozona, Inc., a
Delaware corporation and Managing Member of
Diverse Communities, LLC

By: 
Name and Title: Barry L. Haase, Chairman
and Chief Executive Officer

Filing Fee: \$250.00 for Articles and Affidavit

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