

L99000005619



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 351621 4656E

AUTHORIZATION :

Patricia Pigot

COST LIMIT : \$ 337.50

ORDER DATE : August 24, 1999

ORDER TIME : 11:43 AM

ORDER NO. : 351621-015

CUSTOMER NO: 4656E

700002969687--2

CUSTOMER: Michele J. Turton, Legal Asst
GREENBERG TRAUIG HOFFMAN
GREENBERG TRAUIG HOFFMAN
Suite 2050
111 North Orange Avenue
Orlando, FL 32801

DOMESTIC FILING

NAME: SOUTHERNAIRE, 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
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifyer	
Acknowledge ent	
W. P. Verifier	

W99-19754

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 25 PM 1:11

RECEIVED
99 AUG 25 PM 12:06
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 25, 1999

CSC

RESUBMIT
Please give original
submission date as file date.

SUBJECT: SOUTHERNAIRE, LLC
Ref. Number: W99000019754

We have received your document for SOUTHERNAIRE, LLC and the authorization to debit your account in the amount of \$337.50. However, the document has not been filed and is being returned for the following:

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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) 487-6043.

Shawn Logan
Document Specialist

Letter Number: 899A00042710

RECEIVED
99 SEP -3 11:08:30
TALLAHASSEE, FLORIDA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 AUG 25 PM 1:11

**STATE OF FLORIDA
ARTICLES OF ORGANIZATION
OF
DIVERSIFIED INVESTMENTS - SOUTHERNAIRE, LLC**

These Articles of Organization of **DIVERSIFIED INVESTMENTS - SOUTHERNAIRE, LLC**, a Florida limited liability company (the "Company"), dated as of September 2, 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 - SOUTHERNAIRE, 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.

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

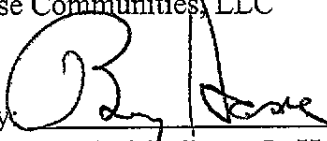
Name: Corporation Service Company

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

**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 - SOUTHERNAIRE, 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: September 8, 1999



Corporation Service Company, Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of the member of **DIVERSIFIED INVESTMENTS - SOUTHERNAIRE, 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



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

Filing Fee: \$250.00 for Articles and Affidavit