

L990000006077



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 387512 4323655

AUTHORIZATION :

Patricia Pizote

COST LIMIT : \$ 285.00

ORDER DATE : September 27, 1999

ORDER TIME : 11:26 AM

ORDER NO. : 387512-005

CUSTOMER NO: 4323655

600002997936--0

CUSTOMER: Ms. Jozette Chack-on
ANNIS MITCHELL COCKEY EDWARDS
ANNIS MITCHELL COCKEY EDWARDS
Post Office Box 3433

Tampa, FL 33601

DOMESTIC FILING

NAME: MERRITT ISLAND MANAGEMENT,
LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS:

Name	
Availability	MJH
Document	
Examiner	
Updater	
Verifier	
Acknowledgement	
W. P. Verifier	

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 PM 3:35

RECEIVED
99 SEP 27 PM 1:34
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 27 PM 3:35

**ARTICLES OF ORGANIZATION
OF
MERRITT ISLAND MANAGEMENT, LLC**

1. Name. The name of this limited liability company is MERRITT ISLAND MANAGEMENT, LLC, a Florida limited liability company (the "Company").

2. Duration. The Company shall have perpetual existence, commencing upon the date of filing of these Articles of Organization with the Florida Department of State, unless these Articles of Organization or the operating agreement of the Company provide otherwise.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing and street address of the Company's principal office is 4875 Cason Cove Drive, Orlando, Florida 32811.

5. Registered Agent and Office. The name of the initial registered agent of the Company is John H. Rains, III. The street address of the initial registered agent of the Company is 201 North Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.

7. Termination of Membership. 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 Company, the Company shall be dissolved unless all remaining members agree in writing to continue the business of the Company.

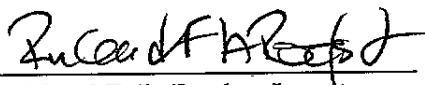
8. Management of the Company. The management of the Company is reserved to the members. The Company shall initially be managed by its sole member, NHC/OP, L.P., which is located at 100 Vine Street, Murfreesboro, Tennessee 37130.

The undersigned executed these Articles of Organization effective as of July 1, 1999.

SOLE MEMBER:

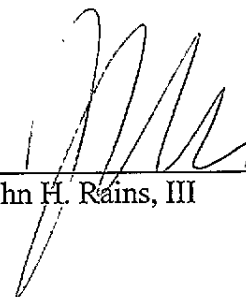
NHC/OP, L.P., a Delaware limited partnership

By: NHC/Delaware, Inc.,
a Delaware corporation,
Its General Partner

By: 
Richard F. LaRoche, Jr.
Vice President

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



John H. Rains, III

Dated: 22nd Sept, 1999

3405-003-677620

**AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)**

I, Richard F. LaRoche, Jr., being the Vice President of NHC/Delaware, Inc., who is the General Partner of NHC/OP, L.P., who is the sole member of MERRITT ISLAND MANAGEMENT, LLC, a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certifies as follows:

1. The Company has one (1) member.
2. The sole member of the Company has not contributed cash or property (other than cash) to the Company.
3. It is anticipated that no cash or property will be contributed in the future by the sole member of the Company.

Executed this 23 day of September, 1999, but effective July 1, 1999

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (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.)

SOLE MEMBER:

NHC/OP, L.P., a Delaware limited partnership

By: NHC/Delaware, Inc.,
a Delaware corporation,
Its General Partner

By: Richard F. LaRoche, Jr.
Richard F. LaRoche, Jr.
Vice President