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CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Royal St. Augustine L.L.C.

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AMENDMENTS	
<input type="checkbox"/>	Amendment
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<input type="checkbox"/>	Change of Registered Agent
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OTHER FILINGS	
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ARTICLES OF ORGANIZATION

OF

ROYAL ST. AUGUSTINE, L.L.C.

The undersigned organizers, who are the members of ROYAL ST. AUGUSTINE, L.L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is ROYAL ST. AUGUSTINE, L.L.C.

ARTICLE II - DURATION

The period of duration of the Company shall be perpetual, unless terminated earlier pursuant to the Company's Regulations.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of the Company is 9440 Phillips Highway, #9, Jacksonville, FL 32256.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Mitchell R. Montgomery, 9440 Phillips Highway, #9, Jacksonville, FL 32256.

ARTICLE V - INITIAL MEMBERS

The initial members of the Company shall be:

Montgomery Land Company, Inc., a Florida Corporation  
MHK of Volusia County, Inc., a Florida Corporation

#### ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of all the Company's Managing Members. Following the consent of the Managing Members, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

#### ARTICLE VII - DISSOLUTION OF COMPANY

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership of that member in the Company. Upon the occurrence of any such event or any other that terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

#### ARTICLE VIII - MANAGERS

The management of the Company shall be vested in the Managing Members of the Company as provided in the Regulations. The names and addresses of the initial Managing Members who shall serve as the Managing Members of the Company until their successors are elected and qualified are set forth below:

Montgomery Land Company  
9440 Phillips Highway, #9  
Jacksonville, FL 32256

MHK of Volusia County  
2359 Beville Road  
Daytona Beach, FL 3219

#### ARTICLE IX - RETURN OF CAPITAL

No member shall have the right to the return of its contribution to capital except as provided in the Company's Regulations.

#### ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by unanimous vote of the Managing Members of the Company.

ARTICLE XI - REGULATIONS

Regulations of this Company shall be approved and adopted by unanimous vote of the Managing Members of the Company and may be amended by a unanimous vote of the Members of the Company.

IN WITNESS WHEREOF, the undersigned organizer have executed the foregoing Articles of Organization as of the 1st day of October, 1999.

MONTGOMERY LAND COMPANY, a Florida  
corporation

By: 

Print Name:

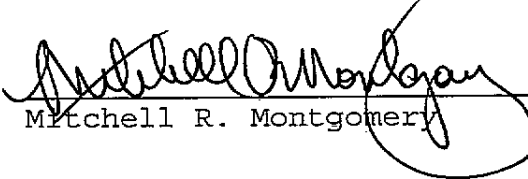
Mitchell R. Montgomery

Its:

President

**ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for **ROYAL ST. AUGUSTINE, L.L.C.**, at the place designated in the Articles of Organization, Mitchell R. Montgomery, hereby accepts the appointment as registered agent and agrees to act in this capacity. Mitchell R. Montgomery further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and Mitchell R. Montgomery is familiar with and accepts the obligations of his position as registered agent.

  
\_\_\_\_\_  
Mitchell R. Montgomery

DATE: October 1, 1999