

OHIO SECRETARY OF STATE
PROCESSING STATEMENT
09/12/94

CHARTER NUMBER: 380149
ROLL AND FRAME: 4215-1606

04215-1606

CORPORATION:

DOCUMENT NUMBER

CODE

FEE

EXECUTIVE PARK INVESTORS, LTD.

94083121201

LCA

85.00

020897

RETURN TO: KATZ, TELLER, BRANT & HILD
ATTN L J HAYDEN
255 E FIFTH ST #2400
CINCINNATI OH 45202-4724

TOTAL : 85.00

0131

04215-1607



The State of Ohio

Bob Taft

Secretary of State

880149

Certificate

It is hereby certified that the Secretary of State of Ohio has custody of the Records of Incorporation and Miscellaneous Filings; that said records show the filing and recording of: LCA

of:

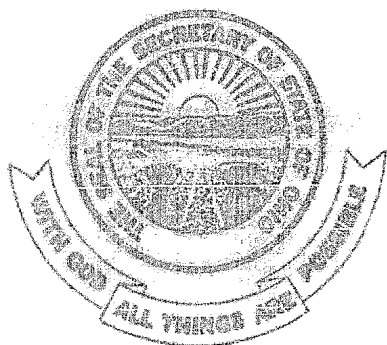
EXECUTIVE PARK INVESTORS, LTD.

United States of America
State of Ohio
Office of the Secretary of State

Recorded on Roll 4215 at Frame 1608 of
the Records of Incorporation and Miscellaneous Filings.

Witness my hand and the seal of the Secretary of State at
Columbus, Ohio, this 31ST day of AUG ,

A.D. 19 94 .




Bob Taft
Secretary of State

04215-1608

APPROVED

By: JS
Date: 8-31-94
Amount: \$85

ARTICLES OF ORGANIZATION

(Under Section 1705.04 of the Ohio Revised Code)
Limited Liability Company

940832201

The undersigned, desiring to form a limited liability company, under Chapter 1705 of the Ohio Revised Code, do hereby state the following:

- FIRST:** The name of said limited liability company shall be **Executive Park Investors, Ltd.**
- SECOND:** The period of existence of this limited liability company shall be perpetual.
- THIRD:** The address to which interested persons may direct requests for copies of any operating agreement and any bylaws of this limited liability company is:

c/o Katz, Teller, Brant & Hild
2400 Chemed Center
255 East Fifth Street
Cincinnati, Ohio 45202
Attn: Jerome S. Teller, Esq.

IN WITNESS WHEREOF, we have hereunto subscribed our names, this 29th day of August, 1994.

Signed: Jerome S. Teller

Jerome S. Teller

Signed: Robert Kanter

Robert Kanter

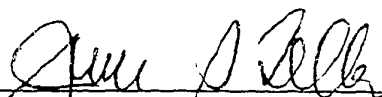
04215-1609

ORIGINAL APPOINTMENT OF AGENT

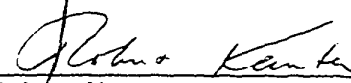
(for limited liability company)

The undersigned, being at least a majority of the members of Executive Park Investors, Ltd., hereby appoint Corporate Statutory Services, Inc. to be the agent upon whom any process, notice or demand required or permitted by statute to be served upon the limited liability company may be served. The complete address of the agent is:

Corporate Statutory Services, Inc.
255 E. Fifth Street, Suite 2400
Cincinnati, Ohio 45202



Jerome S. Teller

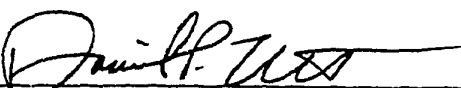


Robert Kanter

ACCEPTANCE OF APPOINTMENT

The undersigned, named herein as the statutory agent for Executive Park Investors, Ltd., hereby acknowledges and accepts the appointment of agent for said limited liability company.

CORPORATE STATUTORY SERVICES,
INC.

By: 

Daniel P. Utt
Assistant Secretary

04215-1610

KATZ, TELLER, BRANT & HILD

A LEGAL PROFESSIONAL ASSOCIATION

9400 CHEMED CENTER
 255 EAST FIFTH STREET
 CINCINNATI, OHIO 45202-4724
 (513) 721-4532
 TELECOPIER No. (513) 721-7120

August 30, 1994

REUVEN J. KATZ
 JEROME S. TELLER
 JOSEPH A. BRANT
 GUY M. HILD
 ROBERT A. PITCAIRN, JR.
 ROBERT E. BRANT
 RONALD J. GORET
 STEPHEN C. KIBLING*
 ANDREW R. BERGER**
 MARK J. JAJNKE
 WILLIAM F. RUSSO
 JOHN R. GIERL
 BRUCE A. HUNTER**
 GREGORY E. LAND
 BRADLEY G. HAAS
 DANIEL P. UTT
 BRENT G. HOUK
 CYNTHIA L. GIBSON
 SUZANNE PRIEUR LAND
 TEDD H. FRIEDMAN

*ALSO ADMITTED IN FLORIDA
 **ALSO ADMITTED IN KENTUCKY

VIA FEDERAL EXPRESS

Secretary of State of Ohio
 Corporations Division
 30 East Broad Street, 14th floor
 Columbus, Ohio 43215

CORRESPONDENCE

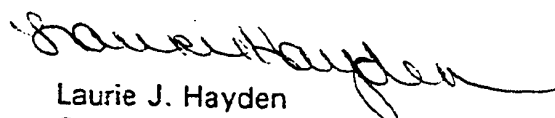
Re: Executive Park Investors, Ltd.

Dear Sir or Madam:

I am enclosing for filing Articles of Organization and Original Appointment of Agent on behalf of the above-referenced limited liability company and our firm's check in the amount of \$85.00 to cover the filing fee.

Please forward evidence of this filing to my attention in the Federal Express envelope provided. If you have any questions, please call me collect at 513/721-4532. Thank you for your assistance.

Sincerely,


 Laurie J. Hayden
 Corporate Paralegal

Enclosure

cc: Daniel P. Utt, Esq., w/enclosure