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06/26/97

CRINSON ATLANTA, LLC

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9722584
EFFECTIVE DATE: 06/26/1997
COUNTY : FULTON
REFERENCE : 0045
PRINT DATE : 06/27/1997
FORM NUMBER : 356

DAVID M. IVEY
LONG ALDRIDGE & NORMAN LLP
303 PEACHTREE ST., STE. 5300
ATLANTA, GA 30308

CERTIFICATE OF ORGANIZATION

I, Lewis A. Massey, the Secretary of State of the State of Georgia,
do hereby certify under the seal of my office that

CRIMSON ATLANTA, LLC
A GEORGIA LIMITED LIABILITY COMPANY

has been duly organized under the laws of the State of Georgia on
the effective date stated above by the filing of articles of
organization in the office of the Secretary of State and by the
paying of fees as provided by Title 14 of the Official Code of
Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



Lewis A. Massey

Lewis A. Massey
Secretary of State

**ARTICLES OF ORGANIZATION
OF
CRIMSON ATLANTA, LLC**

ARTICLE I.

The name of the limited liability company is: **Crimson Atlanta, LLC**

ARTICLE II.

The name and address of the organizer is as follows:

David M. Ivey
c/o Long Aldridge Norman LLP
SunTrust Plaza, One Peachtree Center
303 Peachtree Street, Suite 5300
Atlanta, Georgia 30308

ARTICLE III.

The address of the initial registered office and the name of the registered agent at such address are as follows:


David M. Ivey
c/o Long Aldridge Norman LLP
SunTrust Plaza, One Peachtree Center
303 Peachtree Street, Suite 5300
Atlanta, Georgia 30308

ARTICLE IV.

The initial principal address of the limited liability company is as follows:

Crimson Atlanta, LLC
c/o David M. Ivey
Long Aldridge Norman LLP
SunTrust Plaza, One Peachtree Center
303 Peachtree Street, Suite 5300
Atlanta, Georgia 30308

IN WITNESS WHEREOF, the organizer has executed this Articles of Organization this 26th day of June 1997.



David M. Ivey, Organizer

12 10 1997 11 47 26 97

BSR (1)
JUN 25 4 13 PM '97

SECRETARY OF STATE

**LONG ALDRIDGE
& NORMAN**

ATTORNEYS AT LAW

Writer's Direct Dial
(404) 527-8449

June 26, 1997

Secretary of State
Room 315, West Tower
2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334

RE: CRIMSON ATLANTA, LLC

Dear Sir or Madam:

Enclosed for filing with your office are one original and duplicate copies of the following documents:

1. Articles of Organization for Crimson Atlanta, LLC, with a filing fee check in the amount of \$75.00 and an expedited fee check in the amount of \$100.00 attached.
2. Georgia Form BR 231

Please file on an expediated basis and inform the courier when he is to return to pick up the certified copy of the filing for delivery to me. Please do not hesitate to contact me at the above number if you have any problems with this filing. Thank you for your prompt attention.

Sincerely,



Meredith Grasso
Paraiegal

cc: David M. Ivey, Esq., Richard R. Willis, Esq

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ONE PEACHTREE CENTER
303 PEACHTREE STREET • SUITE 5300 • ATLANTA, GEORGIA 30308
404 527-4000 • FACSIMILE 404 527-4198

WASHINGTON, D.C. OFFICE
701 PENNSYLVANIA AVENUE, N.W. • SUITE 800 • WASHINGTON, D.C. 20004
202 824-1200 • FACSIMILE 202 824-1200



MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King Jr., Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

J. F. GULLICON
Director

TRANSMITTAL INFORMATION FOR GEORGIA
LIMITED LIABILITY COMPANIES

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # 44178252 PENDING CONTROL # P187986 CONTROL # 9722584
 Bucket Code 354 LLC Type LL
 Date Filed 6-26-97 Amount Received \$ 175.00 Check/Receipt # _____
 Jurisdiction (County) Code 060
 Examiner 45 Date Completed _____

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1. LLC Name Reservation Number
Crimson Atlanta, LLC
LLC Name (exactly as appears on name reservation)

2. Applicant/Attorney David M. Ivey Telephone Number (404) 527-6060
Address 303 Peachtree Street, Suite 5300, Atlanta, Georgia 30308
City State Zip Code

3. Name and Address of each organizer (attach additional sheets if necessary)

Organizer	Address	City	State	Zip Code
David M. Ivey	303 Peachtree Street, Suite 5300	Atlanta	Georgia	30308

4. Name of Registered Agent in Georgia
David M. Ivey
Registered Office Street Address in Georgia
303 Peachtree Street, Suite 5300
City County State Zip Code
Atlanta Fulton County GA 30308

5. Principal Place of Business Mailing Address
303 Peachtree Street, Suite 5300, Atlanta, Georgia 30308
City State Zip Code

6. NOTICE: This form does not replace the articles of organization. Mail or deliver to the Secretary of State at the above address the following: (1) an original and one copy of this form; (2) an original and one copy of the articles of organization; and (3) a filing fee of \$75.00 (make check payable to "Secretary of State").

[Signature]
Authorized Signature
(Member, Manager, or Organizer)

6/26/97
Date