

L02000016576

Christopher A. Desrochers, Esq.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

June 27, 2002

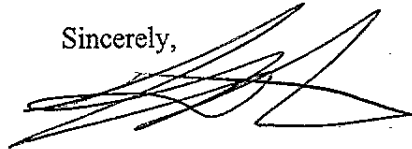
Florida Dept. of State
409 E. Gaines St.
Tallahassee, FL 32399

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-07/01/02--01048--020
***125.00 ***125.00

To Whom It May Concern:

Enclosed, please find an original Articles of Organization for Villas International, LLC, for filing. Also enclosed is a check for \$125.00, which constitutes the filing fee. I thank you very much for your attention in this matter.

Sincerely,



Christopher Desrochers

Enclosures:

Original Articles of Organization.
BA Ck. # 184 for \$125.00 payable to Fla. Dept. of State.

VIA OVERNIGHT MAIL.

L02-16576
QC

ARTICLES OF ORGANIZATION
VILLAS INTERNATIONAL, LLC
3545 RECKER HWY., WINTER HAVEN, FL 33880

ARTICLE ONE--NAME

The name of the Limited Liability Company is VILLAS INTERNATIONAL, LLC.

ARTICLE TWO--ADDRESS

The street address of the principal office of the Limited Liability Company is 3545 RECKER HWY., WINTER HAVEN, FL 33880. The mailing address of the principal office of the Limited Liability Company is PO Box 470783, Celebration, FL 34747.

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ARTICLE THREE--REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

CHRISTOPHER DESROCHERS, 2504 AVE. G NW, WINTER HAVEN, FL 33880.

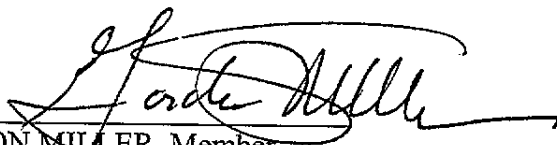
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Registered Agent

ARTICLE FOUR--MANAGEMENT

The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager-managed company.



GORDON MILLER, Member