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Examiner's Initials

ARTICLES OF ORGANIZATION

FRED HOMES ASSOCIATES, L.L.C., a Florida limited liability company

ARTICLE I NAME

The business and affairs of the Limited Liability Company shall be conducted under the name of:

FRED HOMES ASSOCIATES, L.L.C.

ARTICLE II PRINCIPAL OFFICE

The street address and the mailing address of the principal place of business of the Limited Liability Company within the State of Florida shall be:

4830 West Kennedy Boulevard, Suite 740 Tampa, Florida 33609-2564

ARTICLE III INITIAL REGISTERED AGENT/OFFICE

The registered office of the Limited Liability Company and its initial registered agent shall be:

David S. Band 240 South Pineapple Avenue, 10th Floor Sarasota, Florida 34236

ARTICLE IV MANAGEMENT AND POWERS

The business and affairs of the Limited Liability Company shall be managed by one or more Managers elected as provided in the Operating Agreement and Regulations of the Limited Liability Company.

IN WITNESS WHEREOF, these Articles of Organization have been executed as of the day of August, 2004.

WITNESSES:

Print Name DEBRAL DUFFEY

Print Name

ALLEN G. TROCHE

"MANAGER"

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<u>CERTIFICATE OF DESIGNATION OF</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

Pursuant to the provisions of Section 608.415 of the Florida Statutes, the undersigned Limited Liability Company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is:

FRED HOME'S ASSOCIATES, L.L.C.

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

David S. Band 240 South Pineapple Avenue, 10th Floor Sarasota, Florida 34236

Having been named 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 06/31/0

"REGISTERED AGENT"

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