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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

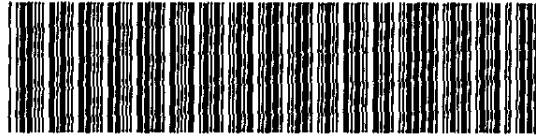
(Business Entity Name)

(Document Number)

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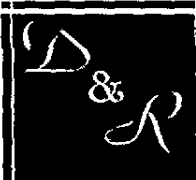


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FILED
2005 SEP -6 AM 8:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN SEP 9 2005



Drummond & Ross, LLP

September 2, 2005

FILED
2005 SEP - 6 AM 8:33
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Organization for Whitney Homes, LLC

Gentlemen:

Enclosed please find the above referenced document and a check in the amount of one hundred twenty-five dollars (\$125) for the filing fee. Please call me if you need any additional information.

Sincerely,

A handwritten signature in cursive script that reads "Temple H. Drummond".

Temple H. Drummond

Enclosures

**ARTICLES OF ORGANIZATION OF
WHITNEY HOMES, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida sets forth the following:

ARTICLE I: NAME

The Name of the Limited Liability Company is: Whitney Homes, LLC

ARTICLE II: ADDRESS

The Mailing Address of the Principal Office is: 3210 Thoroughbred Loop N, Lakeland, Florida 33811.

The Street Address of the Principal Office is the same.

ARTICLE III: DURATION

The duration for the Limited Liability Company shall be perpetual.

ARTICLE IV: MANAGEMENT

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

ARTICLE V: ADMISSION OF ADDITIONAL MEMBERS

Members may admit additional members at any time pursuant to a majority vote of the Members. The additional members must agree to be bound by the Operating Agreement.

ARTICLE VI: MEMBERS RIGHTS TO CONTINUE BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the business of the limited liability company shall not be continued and the limited liability company shall be dissolved unless there is obtained the consent of all the remaining members of the limited liability company.

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TALLAHASSEE, FLORIDA

ARTICLE VII: REGISTERED AGENT

The name and address of the initial Registered Agent in Florida for the limited liability company is: Temple H. Drummond, Esq., Drummond & Ross, LLP, 8875 Hidden River Parkway, Suite 300, Tampa, Florida 33637.

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.

Temple H. Drummond
Temple H. Drummond, Registered Agent

9/2/05
Date

Executed at Tampa, Florida on the 2nd day of September, 2005.

Temple H. Drummond, authorized agent
Christopher Whitney, Member

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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