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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

PUNTA GORDA GP, LLC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
PUNTA GORDA GP, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I
NAME AND ADDRESS**

The name of the limited liability company shall be PUNTA GORDA GP, LLC ("Company"). The principal place of business of the Company in Florida shall be 4300 Marsh Landing Boulevard, Suite 202, Jacksonville Beach, FL 32250. The mailing address of the Company shall be 4300 Marsh Landing Boulevard, Suite 202, Jacksonville Beach, FL 32250.

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which the Company is organized is to be the developer entity for the Phase II land at Punta Gorda, Florida, which is a continuation of Boca Lago at Vivante and will enter into a joint venture and contribute expertise for the development and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

**ARTICLE IV
MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members only by consent of the majority in interest of the membership. Contributions of new members shall be determined as of the time of admission to the Company.

A member's interest in the Company may not be sold or otherwise transferred, except as provided in the written Operating Agreement of the Company.

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**ARTICLE V
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is Patterson, Bond & Latshaw, 3010 South Third Street, Jacksonville Beach, Florida 32250.

**ARTICLE VI
MANAGEMENT (MANAGEMENT BY MEMBERS)**

The Company shall be managed by its Members, in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Jacksonville Beach, Florida, for the foregoing uses and purposes this 11th day of November, 2005.

PUNTA GORDA GP, LLC, a Florida limited liability company

By: GABRIEL M. BOVE REVOCABLE TRUST, under Declaration of Trust, Organizer and Member

By: Gabriel M. Bove
Gabriel M. Bove, Trustee, authorized representative

By: PHYLLIS R. BOVE REVOCABLE TRUST, under Declaration of Trust, Organizer and Member

By: Phyllis R. Bove
Phyllis R. Bove, Trustee, authorized representative

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STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 11th day of November, 2005, by Gabriel M. Bove as Trustee of the Gabriel M. Bove Revocable Trust and Phyllis R. Bove as Trustee of the Phyllis R. Bove Revocable Trust. They are personally known to me or have produced Florida driver's licenses as identification.



Linda Tew
Commission #DD275070
Expires: Jan 17, 2008
Bonded Thru
Atlantic Bonding Co., Inc.

Linda Tew
Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of PUNTA GORDA GP, LLC, as the registered agent of this limited liability company, hereby consents to its appointment as registered agent of the Company.

PATTERSON BOND & LATSHAW

John H. Latshaw, Jr.
By: _____
John H. Latshaw, Jr.
Es: Vice President

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TALLAHASSEE, FLORIDA

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