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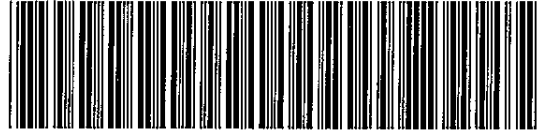
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TALLAHASSEE, FLORIDA

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GENE R. SOLOMON
Certified Public Accountant

1342 Colonial Boulevard
Suite 11
Fort Myers, Florida 33907
Telephone: (239) 939-5303
Fax: (239) 939-1398
E-mail: grsolo@earthlink.net

November 7, 2005

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

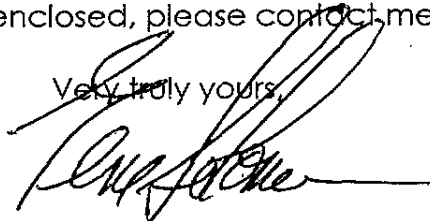
Dear Sir or Madam:

Enclosed please find the following documents to be recorded by the Florida Division of Corporations:

1. Articles of Organization for **HENDRY CREEK HIDEWAY, LLC**;
2. Check enclosed for \$155.00 to cover the filing fee, registered agent fee and certified copy fee.
3. Copy of the Articles of Organization to be certified and returned to my office.

If you have any questions on the enclosed, please contact me.

Very truly yours,



Gene R. Solomon, C.P.A.

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TALLAHASSEE, FLORIDA

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GRS:kmz
Enclosures
Cc: Tony Scialdone



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

November 18, 2005

GENE R. SOLOMON, C.P.A.
1342 COLONIAL BOULEVARD, SUITE 11
FORT MYERS, FL 33907

SUBJECT: HENDRY CREEK HIDEWAY, LLC
Ref. Number: W05000051739

We have received your document for HENDRY CREEK HIDEWAY, LLC, however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$155.00.

Please return a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 805A00068382

**ARTICLES OF ORGANIZATION
OF
HENDRY CREEK HIDEWAY, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE 1. NAME

The name of the limited liability company shall be **HENDRY CREEK HIDEWAY, LLC** (company”).

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the company shall be

c/o Russell Burnup or Mary Elen Burnup
5560 Harborage Drive
Fort Myers, Florida 33908

ARTICLE III. DURATION

The company shall commence its existence on the date these articles of organization are filed by 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 IV. REGISTERED OFFICE AND AGENT

The name and street address of the registered agents of the company in the state of Florida is

Russell Burnup	or	Mary Elen Burnup
5560 Harborage Drive		5560 Harborage Drive
Fort Myers, Florida 33908		Fort Myers, Florida 33908

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ARTICLE V. ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

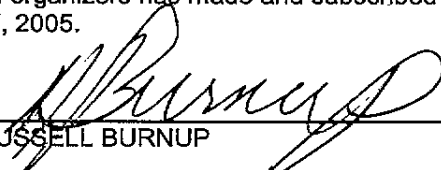
ARTICLE VI. TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminated the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.


ARTICLE VII. – MANAGEMENT

The company shall be managed by a manager 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. The name and address of the initial manager of the company is Russell Burnup.

IN WITNESS WHEREOF, the undersigned organizers has made and subscribed these Articles of Organization at Fort Myers, Florida on November 7, 2005.



RUSSELL BURNUP



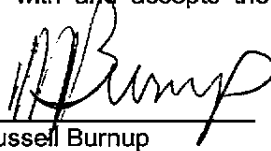
MARY ELEN BURNUP

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **HENDRY CREEK HIDEWAY, L.L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Russell Burnup
Registered Agent



Mary Elen Burnup
Registered Agent

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