



THE UNITED STATES
CORPORATION
COMPANY

L0000000020023

ACCOUNT NO. : 072100000032

REFERENCE : 598145 80881A

AUTHORIZATION :

Patricia Pigut

COST LIMIT : \$ 160

ORDER DATE : February 23, 2000

ORDER TIME : 11:21 AM

ORDER NO. : 598145-005

CUSTOMER NO: 80881A

CUSTOMER: William Vazquez, Esq
FASSETT ANTHONY & TAYLOR, P.A.
FASSETT ANTHONY & TAYLOR, P.A.
Orange Bank Bldg., Suite 500
14 East Washington Street
Orlando, FL 32801

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DIVISION OF STATE
TALLAHASSEE, FLORIDA

00FEB 23 PM 1:37

APPROVED
AND
FILED

DOMESTIC FILING

NAME: TUSCAN VILLAGE, LLC

EFFECTIVE DATE:

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XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

VB
2-23-00

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR
TUSCAN VILLAGE, LLC, A Florida limited liability company**

ARTICLE I. - NAME

The name of the Limited Liability Company is: TUSCAN VILLAGE, LLC.

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of TUSCAN VILLAGE, LLC
is: 2220 Hempel Avenue, Suite A, Gotha, FL 34734-0735.

**ARTICLE III. - REGISTERED AGENT, REGISTERED OFFICE
& REGISTERED AGENT'S SIGNATURE**

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

1. Ronald E. Fenn
2220 Hempel Drive
Suite A
Gotha, FL 34734-0735

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.

Date 2/22/00 Ronald E. Fenn
Registered Agent

ARTICLE IV. - MANAGEMENT

TUSCAN VILLAGE, LLC is to be managed by a Managing Member, and is therefore, a manager-managed company. The name and address of such Managing Member is:

1. Ronald E. Fenn, as representative of
RD&C Management, Inc.
2220 Hempel Drive
Suite A
Gotha, FL 34734-0735

ARTICLE V. - 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 by the Florida Limited Liability Company Act and the TUSCAN VILLAGE, LLC Regulations.

ARTICLE VI. - ADMISSION OF ADDITIONAL MEMBERS

The right of the members to admit additional members, and the terms and conditions of such admissions, shall be made by unanimous agreement of all members.

ARTICLE VII. - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right of the remaining members of TUSCAN VILLAGE, LLC, to continue the business on the death, retirement, resignation, expulsion, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, shall be as follows:

The members of TUSCAN VILLAGE, LLC, agree that the Company shall not automatically dissolve upon the death, retirement, resignation, expulsion, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company. In the alternative, the remaining members shall vote to determine whether to continue the business when a member leaves. The business of the limited liability company shall continue as before if the consent of all the remaining members is given as provided below, thereby dispensing with the need to dissolve and wind-up the business.

TUSCAN VILLAGE, LLC shall continue, despite the dissociation of any member, if consent is given by:

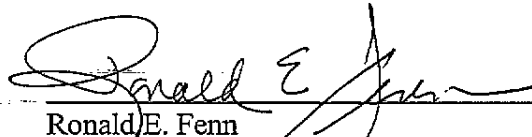
- (1) The remaining members holding a majority of the sharing ratios of all the remaining

members. This determination shall be based on a reasonable estimate of profits from the date of the
dissolution to the projected termination of the limited liability company, taking into account present
and future allocations of profits under the Regulations that are in effect as of the date of the
dissociation event; and

(2) The remaining members holding a majority of the capital accounts of all of the
remaining members. This determination shall be made as of the date of the dissociation.

The rights of the members expressed herein are intended to conform with Section
608.441(1)(c), Florida Statutes.

Date 2/22/00



Ronald E. Fern
Managing Member for Tuscan Village, LLC

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

NOV 11 2000
FILED
00 FEB 23 PM 1:27
CLERK OF COURT
JANUARY 11 2001