

L000000002565

GODBOLD, DOWNING, SHEAHAN & BILL

A PROFESSIONAL ASSOCIATION

ATTORNEYS AT LAW

GENE H. GODBOLD
GRANT T. DOWNING
MICHAEL J. SHEAHAN
JOHN HOWELL BILL
JANET M. LOWER

222 WEST COMSTOCK AVENUE
SUITE 101
WINTER PARK, FLORIDA 32789

POST OFFICE BOX 1984
WINTER PARK, FLORIDA 32790
TELEPHONE (407) 647-4418
FACSIMILE (407) 647-2089

February 29, 2000

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

900003154629--9
-03/02/00--01074--011
***337.50 ***155.00

Re: HOMEVEST, L.L.C.

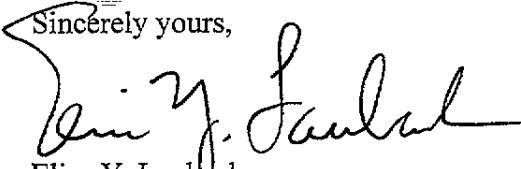
Dear Madam or Sir:

Enclosed please find the following for filing with the Secretary of State:

1. Original and one copy of Articles of Organization of Homevest, L.L.C.; and
2. Original and one copy of Certificate of Designation of Registered Agent.

Also enclosed is a check in the amount of \$337.50 as filing fee. Please forward the certified copy to our attention at your earliest convenience. Thanks for your continued cooperation.

Sincerely yours,


Elise Y. Laubach
Legal Assistant to Michael J. Sheahan

\eyl
Enclosures

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAR -1 PM 1:00

AL

**ARTICLES OF ORGANIZATION FOR
HOMEVEST, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I-Name

The name of the limited liability company is :

HOMEVEST, L.L.C.

ARTICLE II-Duration

The period of duration for the limited liability company shall be perpetual; provided that in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the limited liability company will dissolve unless the remaining members by unanimous consent agree to continue the business of the limited liability company.

ARTICLE III-Address

The mailing address and street address of the principal office of the limited liability company is:

1241 Semoran Boulevard, Suite 185
Casselberry, Florida 32707

ARTICLE IV-Management

The limited liability company is to be a manager-managed company. The designation of the manager of the limited liability company shall be as set forth in the Operating Agreement. Any change in the management of the limited liability company from a manager-managed company to a member-managed limited liability company shall be effected in accordance with the provisions of the Operating Agreement, but shall also be evidenced by an amendment to these Articles of Organization.

ARTICLE V-Initial Registered Agent and Registered Office

The address of the initial registered office of the limited liability company is 1241 Semoran Boulevard, Suite 185, Casselberry, Florida 32707, and the name of its initial registered agent at such address is Walter D. Beeman, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 PM 1:00

ARTICLE VI- Additional Members

The admission of any new members shall be subject to the written approval of all members of the limited liability company existing at that time and to the requirement that the new member(s) consent in writing to the terms and provisions of these Articles of Organization and the Operating Agreement of the limited liability company.

ARTICLE VII-Miscellaneous

Restrictions upon the authority of members to incur indebtedness or contractual liability, or to alienate or acquire any interest in property, on behalf of the limited liability company, shall be as set forth in the Operating Agreement.

The undersigned, being a member of the limited liability company hereby certifies that the foregoing constitutes the Articles of Organization of HOMEVEST, L.L.C.

Executed by the undersigned at Orlando, Florida, on 2-28, 2000.

MEMBER

WESTSTONE CORPORATION, a Florida
corporation

By: 

Walter D. Beeman, Jr., President

FILED
MAR 2 1997
STATE
DIVISION OF CORPORATIONS
00 MAR - 1 PM 1:00

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

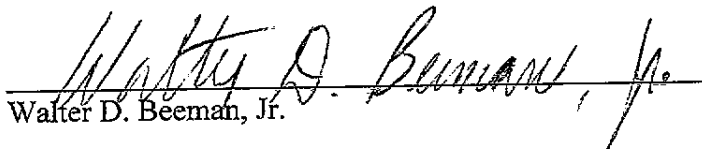
1. The name of the limited liability company is:

HOMEVEST, L.L.C.

2. The name and address of the registered agent and office is:

Walter D. Beeman, Jr.
1241 Semoran Boulevard, Suite 185
Casselberry, Florida 32707

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.


Walter D. Beeman, Jr.

2-28-00
Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAR - 1 PM 1:00