

CSC **L00000004805**
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 677500 9666A

AUTHORIZATION :

Patricia Pyjunt

COST LIMIT : \$ 155.00

FILED
00 APR 27 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 27, 2000

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CUSTOMER NO: 9666A

CUSTOMER: Tim Haines, Esq
HART & GRAY
HART & GRAY
P. O. Box 3310

Ocala, FL 34478-3310

DOMESTIC FILING

NAME: MEADOWBROOK INVESTMENTS, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse

EXAMINER'S INITIALS:

L00-4805
4-27

Name	<i>Je</i>
Available	<i>Je</i>
Document	<i>Je</i>
Fee	<i>Je</i>
Notar	<i>Je</i>
Notary	<i>Je</i>
Notary	<i>Je</i>
Notary	<i>Je</i>

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY
MEADOWBROOK INVESTMENTS, LLC**

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TALLAHASSEE, FLORIDA

**ARTICLE I.
NAME**

The name of the Limited Liability Company is "*MEADOWBROOK INVESTMENTS, LLC*" (the "*Company*").

**ARTICLE II.
ADDRESS**

The mailing address and street address of the principal office of the Company is 3019 SW 27th Avenue, Suite 202, Ocala, Florida 34474.

**ARTICLE III.
DURATION**

The period of duration for the Company shall be perpetual unless the Company is earlier dissolved in accordance with either the provisions of the *Florida Limited Liability Company Act*, Sections 608.401 through 608.514 of the *Florida Statutes Annotated* (the "*Act*") or the Company's Operating Agreement among the members (the "*Operating Agreement*").

**ARTICLE IV.
MANAGEMENT**

The Limited Liability Company is to be managed by a manager.

**ARTICLE V.
PURPOSE**

The purpose for which the Company is being organized is to purchase, manage, develop, operate, and ultimately resell, real estate; and to transact any other lawful business approved by the members of the Company and for which a limited liability company may be formed under the laws of the State of Florida.

ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

MEADOWBROOK INVESTMENTS, LLC
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ARTICLE VI.

MEMBERS' RIGHTS TO CONTINUE BUSINESS

The right of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company shall be upon the consent of all of the remaining members in accordance with the terms and conditions of the Operating Agreement to continue the business of the Company, provided that there is at least one (1) remaining member.

ARTICLE VII.
AMENDMENTS

The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization, in the manner now or hereafter prescribed by the Act.

IN WITNESS WHEREOF, the undersigned, being one of the members of the Company, has hereunto set his hand this 26 day of April, 2000.



ROY T. BOYD III

ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY

MEADOWBROOK INVESTMENTS, LLC


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TALLAHASSEE, FLORIDA

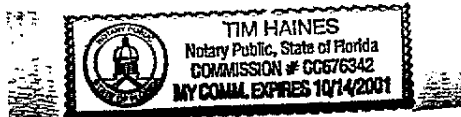
STATE OF FLORIDA
COUNTY OF MARION

The foregoing ARTICLES OF ORGANIZATION was acknowledged before me by
ROY T. BOYD III, as a member of the above named limited liability company, who is
personally known to me.

Dated: this 26th day of April, 2000.



Print Name: _____
Notary Public, State of Florida
Commission number _____
Commission expires _____



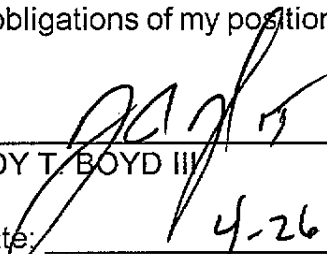
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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:
MEADOWBROOK INVESTMENTS, LLC.
2. The name and address of the registered agent and office is:

Roy T. Boyd III
3019 SW 27th Avenue, Suite 202
Ocala, FL 34474

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.



ROY T. BOYD III

Date: _____

4-26-00

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