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HINES NORMAN & ASSOCIATES, P.L.

ATTORNEYS AT LAW

JAMES P. HINES
RANDY MILLER
CHRISTOPHER H. NORMAN
JAMES P. HINES, JR.
STEPHEN C. SULLIVAN

HYDE PARK PROFESSIONAL CENTER
315 S. HYDE PARK AVENUE
TAMPA, FLORIDA 33606

MJH

TAXATION
CORPORATION & BUSINESS LAW
ESTATE PLANNING & ADMINISTRATION

(813) 251-8659
FAX (813) 254-6153

11/6
November 2, 2000

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: MIRABELLA, LLC

10/31/00
W-27176
500003453975--4
-11/06/00--01137--002
****125.00 ****125.00

Dear Sir/Madam:

Enclosed please find an original and one copy of the Articles of Organization for the above-captioned limited liability company and our check in the amount of \$125.00 to cover the cost of the following:

Filing Fee	\$100.00
Registered Agent Fee	<u>25.00</u>
	\$125.00

Please file the Articles of Organization, date stamp the enclosed copy and return it to our office. Also, please note that the effective date of the above-referenced Florida limited liability company is October 26, 2000.

Thank you for your assistance.

Very truly yours,


Christopher H. Norman

CHN/gim
Enclosures
Check: \$125.00
cc: Sharon and John Lynch (w/o enclosures)
Kimberly A. Chancey (w/o enclosures)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV - 6 PM 3:05



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 15, 2000

CHRISTOPHER H. NORMAN
HINES NORMAN & ASSOCIATES, P.L.
315 S. HYDE PARK AVENUE
TAMPA, FL 33606

SUBJECT: MIRABELLA, LLC
Ref. Number: W00000027176

We have received your document for MIRABELLA, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Pursuant to section 608.409(2), F.S., the effective date must be specific, cannot be more than five business days prior to the date of filing or more than 90 days after the date of filing. Our office received your document on November 6, 2000. Please amend your document accordingly.

Please return your document, along with 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) 487-6967.

Michelle Hodges
Document Specialist

Letter Number: 300A00058778

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV - 6 PM 3: 05

ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY

The undersigned authorized representative, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, hereby submits and files with the Florida Department of State, these Articles of Organization.

ARTICLE I - Name

The name of the limited liability company created hereby (hereinafter, "the Company") is:
MIRABELLA, LLC

ARTICLE II - Purpose

The Company's business activities shall include, but not be limited to: the acquisition, disposition, leasing, management, and maintenance of real property and personal property. The Company shall have the same powers as an individual to do all things necessary to carry out its business and affairs, including, without limitation, all powers permitted by the Florida Limited Liability Company Act, and the power to

- (a) Sue and be sued, and defend, in its name.
- (b) Purchase, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal with real or personal property, or any legal or equitable interest in property, wherever located.
- (c) Sell, convey, mortgage, grant a security interest in, lease, exchange, and otherwise encumber or dispose of, all or any part of its property.
- (d) Purchase, receive, subscribe for, or otherwise acquire, own, hold, vote, use, sell, mortgage, lend, grant a security interest in, or otherwise dispose of and deal in and with, shares or other interests in or obligations of any other entity.
- (e) Make contracts or guarantees, or incur liabilities; borrow money; issue its notes, bonds, or other obligations, which may be convertible into or include the option to purchase other securities of the Company; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned, directly or indirectly, by the contracting limited liability company; a corporation which owns, directly or indirectly, a majority of the outstanding membership interests of the contracting limited liability company; or a corporation the majority of the stock of which is owned, directly or indirectly, by a corporation which owns, directly or indirectly, the majority of the outstanding membership interests of the contracting limited liability company, which contracts of guaranty and suretyship shall be deemed to be necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company; or make

other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting limited liability company.

(f) Lend money, invest or reinvest its funds, and receive and hold real or personal property as security for repayment.

(g) Conduct its business, locate offices, and exercise the powers granted by Florida Statutes Chapter 608 within or without the State of Florida.

(h) Select managers and appoint officers, directors, employees, and agents of the Company, define their duties, fix their compensation, and lend them money and credit.

(i) Make donations for the public welfare or for charitable, scientific, or educational purposes.

(j) Pay pensions and establish pension plans, pension trusts, profit-sharing plans, retirement plans, bonus plans, option plans, and benefit or incentive plans for any or all of its current or former managers, members, officers, agents, and employees.

(k) Be a promoter, incorporator, shareholder, partner, member, associate, or manager of any corporation, partnership, joint venture, trust, or other entity.

(l) Make payments or donations or do any other act not inconsistent with law that furthers the business of the Company.

ARTICLE III - Address

The mailing address and street address of the principal office of the Company shall both be:

211 Lake Josephine Shore Road
Sebring, Florida 33872

ARTICLE IV - Duration

The existence of the Company shall commence on October 31, 2000, and shall thereafter be perpetual, unless dissolution or conversion occurs according to law.

ARTICLE V - Management

The Company shall be managed by the following individual:

Kimberly A. Chancey
211 Lake Josephine Shore Road
Sebring, Florida 33872

ARTICLE VI - Admission of Additional Members

The members may admit additional members pursuant to unanimous written consent of the members in existence prior to the admission of any such additional member.

ARTICLE VII - Right of Members To Continue Business

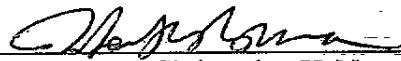
With the unanimous written consent of the remaining member or members, the remaining member or members of the Company, if any, shall be entitled to continue the business upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company.

ARTICLE VIII - Registered Office and Agent

The address of the initial registered office of the Company in the State of Florida is 315 S. Hyde Park Avenue, Tampa, Florida 33606, and the name of the registered agent at such address is Christopher H. Norman.

IN WITNESS WHEREOF, the undersigned representative hereby acknowledges that, in accordance with section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

By:



Christopher H. Norman
as Authorized Representative

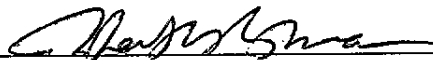
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF FLORIDA STATUTE SECTION 608.415, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: **MIRABELLA, LLC**
2. The name and the Florida street address of the registered agent are:

Christopher H. Norman , Esq.
Hines Norman & Associates, P.L.
315 South Hyde Park Avenue
Tampa, Florida 33606

Having been named as registered agent and to accept service of process for the above-named 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, Florida Statutes.



Christopher H. Norman , Esq.