

L01000002985

Law Office of
KLINGBEIL & ROBERTS, P.A.
341 Venice Avenue West
VENICE, FLORIDA 33595

Robert T. Klingbeil, Jr.
Gregory C. Roberts

February 22, 2001

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VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

100003758031--2
-02/23/01--01052--009
***160.00 ***160.00

Re: Expressive Homes, L.C.

Dear Sir:

Enclosed please find one original and one copy of Articles of Organization of Expressive Homes, L.C. and a Designation of Registered Agent. Also enclosed is our check in the total amount of \$160.00 to cover the cost of this filing:

Filing Fee	\$ 125.00
Certified Copy of Articles	30.00
Certificate of Status	<u>5.00</u>
Total:	\$ 160.00

FILED
01 FEB 23 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please send a certified copy of the Articles of Incorporation and the Certificate of Status to Ann K. Osborne in the enclosed prepaid return Federal Express envelope.

Thank you for your attention to this matter.

Very truly yours,



Robert T. Klingbeil, Jr.

RTK/nsd

Enclosures

cc: Ms. Ann K. Osborne, w/o enc.

rtk\ARTOFLLC-Osborne

L01-2985
CR

ARTICLES OF ORGANIZATION OF
EXPRESSIVE HOMES, L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be EXPRESSIVE HOMES, L.C. The mailing address and the street address of the principal office shall be located at 19045 Lake Swatera Drive, in the City of Eustis, County of Lake, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

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ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Ann K. Osborne
19045 Lake Swatera Drive
Eutis, Florida 32726

ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On 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 remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the one (1) member. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII PROFITS AND LOSSES

(a). *Profit Sharing*. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being February 23, 2001.

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(b). *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII
DURATION

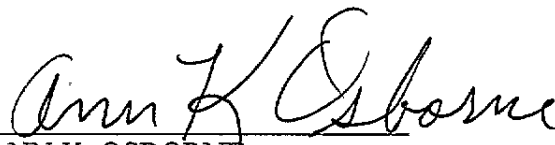
This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 341 West Venice, City of Venice, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Robert T. Klingbeil, Jr.

The undersigned, being the original member of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Expressive Homes, L. C.

Executed by the undersigned at Venice, Florida on February 22, 2001


ANN K. OSBORNE
Sole Member

rtk\ExpressiveHomesARTICLES

FILED
01 FEB 23 PM 5:00
SARASOTA COUNTY
FLORIDA

DESIGNATION OF REGISTERED AGENT

State of Florida
County of Sarasota

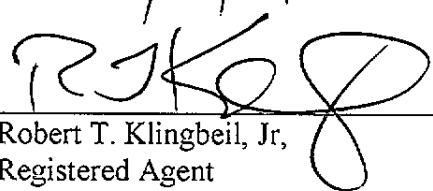
Pursuant to the provisions of Section 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Expressive Homes, L.C.

The name of the registered agent for Expressive Homes, L.C. is Robert T. Klingbeil, Jr. and the street address of the company's principal office where the agent is located is 341 West Venice Avenue, Venice, Florida 34285.

This statement is to acknowledge that, as indicated above, Expressive Homes, L.C. has appointed me, Robert T. Klingbeil, Jr., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated 2/22/01


Robert T. Klingbeil, Jr.
Registered Agent

ACKNOWLEDGEMENT

The foregoing instrument was acknowledged before me this 22 day of February, 2001 by Robert T. Klingbeil, Jr., agent on behalf of Expressive Homes, L.C., a limited liability company. He is personally known to me or has produced _____ as identification.

Notary Public


Print : NAN DEHART

FILED
01 FEB 23 PM 5:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Expiration of Commission:

rtk/Expressive HomesLLC REG AGENT

