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March 2, 2001

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

200003798172--5
-03/05/01--01101--006
***\$155.00 ***\$155.00

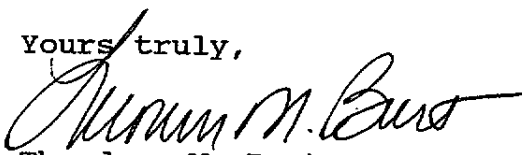
Re: The Trails of Fanning Springs, L.L.C.

Gentlemen:

Enclosed please find the original and one (1) copy of the Articles of Organization for the above named proposed Florida limited company, together with the Registered Agent Designation. Also enclosed is a check in the amount of \$155.00, representing payment of the following:

Filing Fee	\$ 100.00
Certified Copy	30.00
Registered Agent	
Designation	25.00
	<u>\$ 155.00</u>

Yours truly,


Theodore M. Burt

TMB/sh

Enclosures: Articles of Organization (original and 1 copy)
Check
Registered Agent Designation

8990-009

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TALLAHASSEE, FLORIDA

42

**ARTICLES OF ORGANIZATION OF
THE TRAILS OF FANNING SPRINGS, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

Article I: Name. The name of the limited liability company shall be **THE TRAILS OF FANNING SPRINGS, L.L.C.**, and its principal office and mailing address is 13410 NW 49th Avenue, Gainesville, Florida, 32606.

Article II: Purpose. The company may engage in any lawful business.

Article III: Resident Agent. The name and address of the resident agent is **THEODORE M. BURT**, Post Office Box 308, 114 NE First Street, Trenton, Florida 32693.

Article IV: Principal Office. The address of the principal office is 13410 NW 49th Avenue, Gainesville, Fl, 32606.

Article V: Management. The company shall be managed by the members.

Article VI: Duration. The company's existence shall be perpetual.

Executed on this 1st day of March, 2001.

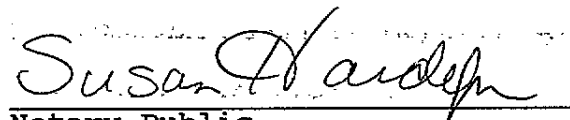


THEODORE M. BURT, Member

RECEIVED
MAR 5 PM 2:04
FILED
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF GILCHRIST

The foregoing instrument was acknowledged before me this 1st day of March, 2001, by **THEODORE M. BURT**, on behalf of **THE TRAILS OF FANNING SPRINGS, L.L.C.**, a limited liability company. He is personally known to me.



Notary Public
My Commission Expires:

8990-006sh



DESIGNATION OF REGISTERED AGENT

STATE OF FLORIDA
COUNTY OF GILCHRIST

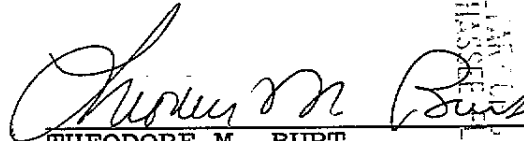
Pursuant to the provisions of §608.415 of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is **THE TRAILS OF FANNING SPRINGS, L.L.C.**

The name of the registered agent for **THE TRAILS OF FANNING SPRINGS, L.L.C.** is **THEODORE M. BURT** and the street address of the company's principal office where the agent is located is 114 NE First Street, Trenton, Florida. The post office address for the agent is Post Office Box 308, Trenton, Florida 32693.

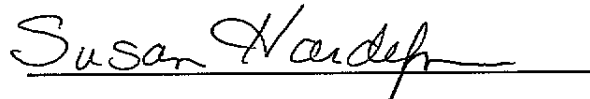
This statement is to acknowledge that, as indicated above, **THE TRAILS OF FANNING SPRINGS, L.L.C.**, has appointed me, **THEODORE M. BURT**, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this appointment as registered 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 March 1, 2001.


THEODORE M. BURT

FILED
MAR - 5 PM 2:04
CLERK OF DISTRICT COURT
JULIA M. HARRIS
TRENTON, FLORIDA

The foregoing instrument was acknowledged before me this 1st day of March, 2001, by **THEODORE M. BURT**, on behalf of **THE TRAILS OF FANNING SPRINGS, L.L.C.**, a limited liability company. He is personally known to me.



NOTARY PUBLIC
My Commission Expires:

8990-010sh

