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THE LAW FIRM OF

GILLESPIE & ALLISON, P.A.

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R. BOWEN GILLESPIE, III
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*Also Admitted in Arizona & California
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District of Columbia

April 18, 2001

VIA FEDERAL EXPRESS

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

RE: Articles of Organization
Saraceno at Plantation Acres, LLC

Dear Sir or Madam:

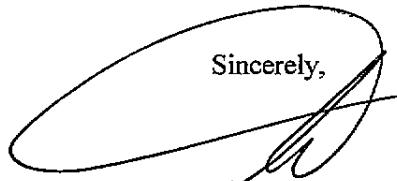
Enclosed please find for the above-named proposed Florida limited liability company the original and one copy of the Articles of Organization, Designation of Registered Agent and a check in the amount of \$155.00, representing payment of the following:

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

TOTAL: \$155.00

Please file the enclosed Articles of Organization and return a certified copy to the undersigned as soon as possible in the enclosed envelope. Thank you for your anticipated cooperation and prompt attention to this matter.

Sincerely,


Todd C. Drosky

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
SARACENO AT PLANTATION ACRES, L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be SARACENO AT PLANTATION ACRES, L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 2852 University Drive, Coral Springs, Florida 33065.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is R. BOWEN GILLESPIE, III, ESQUIRE, Gillespie & Allison, P.A., 1515 South Federal Highway, Suite 300, Boca Raton, Florida 33432.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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TALLAHASSEE, FLORIDA

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there is at least one remaining member.

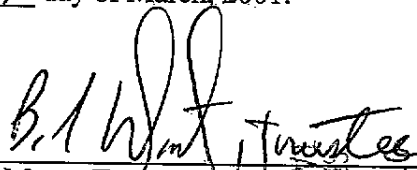
ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and address of the members of the company are:

David Levine, 2852 University Drive, Coral Springs, Florida 33065.

Martz Enterprises, Inc. Profit Sharing Plan & Trust dated July 1, 1986, 2852 University Drive, Coral Springs, Florida 33065.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Coral Springs, Florida, on this 24 day of March, 2001.



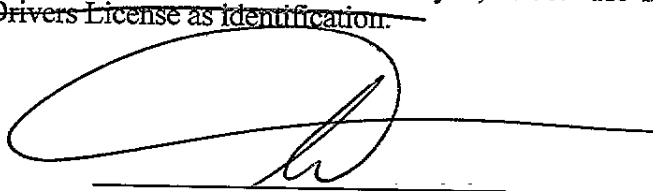
B. L. Martz, Trustee of Martz Enterprises,
Inc. Profit Sharing Plan & Trust
dated July 1, 1986

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CLERK OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BROWARD

SWORN TO AND SUBSCRIBED before me this 29 day of March, 2001, by B. L. Martz, Trustee, Martz Enterprises, Inc. Profit Sharing Plan & Trust dated July 1, 1986. He is personally known to me ~~or has produced his Drivers License as identification.~~

(Seal)



Notary Public --

TODD C. DROSKY
(name, typed or printed)

Produced Identification _____

Type of Identification Produced _____



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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of SARACENO AT PLANTATION ACRES, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with the accepts the obligations of the position of registered agent.


R. BOWEN GILLESPIE, III
Registered Agent

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