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May 31, 2001

Via Regular U.S. Mail

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

6/4

NJH

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-06/04/01--01108--015
***160.00 ***160.00

Re: Refined Homes by JMJ, L.C.

Dear Sir or Madam:

Please find enclosed our firm's check in the amount of \$160.00 which represents the fee required to file the attached Articles of Organization for the above-described limited liability company. The cost includes the following:

New Florida LLC Filing Fee	\$100.00
Registered Agent Fee	\$ 25.00
Certificate of Status	\$ 5.00
Certified copy of Record	\$ 30.00

Please file the Articles of Organization and mail (or fax) a copy of the requested document to me at the address listed above.

Respectfully,

QUARLES & BRADY LLP



Nicole M. Marginian

NMM:ejt
Enclosures as stated

01 JUN -4 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF ORGANIZATION OF
REFINED HOMES BY JMJ, L.C.

The undersigned member hereby certifies that the members have associated themselves 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. I further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I

NAME

The name of the limited liability company shall be **REFINED HOMES BY JMJ, L.C.**, (the "Company").

ARTICLE II

ADDRESS OF PRINCIPAL PLACE OF BUSINESS

The mailing address and street address of the principal office of this Company shall be 338 4th Avenue North, Naples, Florida 34102.

ARTICLE III

REGISTERED AGENT

The name and address of the initial registered agent in the State of Florida is as follows: Naples-Lawdock, Inc., 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

ARTICLE IV

DURATION

This Company shall exist until December 31, 2051, unless sooner dissolved in a manner provided by law, as herein set forth or as provided in the Regulations adopted by the members.

ARTICLE V

MANAGEMENT

The Company will be managed by two (2) managers in accordance with the Company's regulations. The name and address of the initial managers are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Mary Jane Briggs	338 4 th Avenue North Naples, FL 34102
James M. Hadley	338 4 th Avenue North Naples, FL 34102

01 JUN -4 PM 4:41
SECRETARY OF STATE
ALLAHASSEE, FLORIDA

FILED

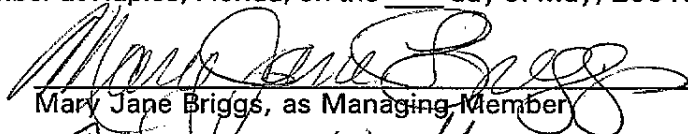

ARTICLE VI
MEMBERSHIP

The Managers shall have the right to admit new members upon making such contributions as are set out in the Regulations, and otherwise complying with and agreeing to the terms and provisions of the Regulations. Additional members may also be admitted by the affirmative vote or two-thirds of the membership.

ARTICLE VII
MEMBERS' RIGHTS TO CONTINUE BUSINESS


The existence of the Company shall continue, notwithstanding the death, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company.

Executed by the undersigned member at Naples, Florida, on the _____ day of May, 2001.

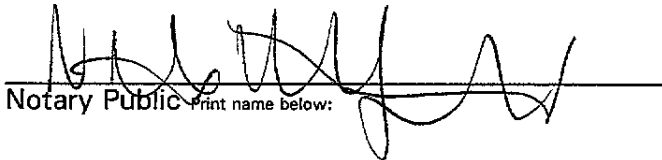

Mary Jane Briggs, as Managing Member

James M. Hadley, as Managing Member

State of Florida
County of Collier

This foregoing instrument was acknowledged before me this 30th day of May, 2001, by Mary Jane Briggs, as Managing Member of Refined Homes By JMJ, L.C. She is personally known to me or has provided _____ as identification.

 Nicole M Marginian
My Commission CC885905
Expires November 4, 2003


NOTARY SEAL


Notary Public Print name below: _____

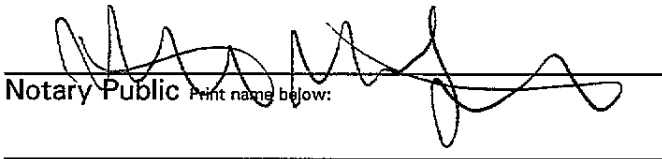
My commission expires: _____

State of Florida
County of Collier

This foregoing instrument was acknowledged before me this 30th day of May, 2001, by James M. Hadley, as Managing Member of Refined Homes By JMJ, L.C. He is personally known to me or has provided _____ as identification.

 Nicole M Marginian
My Commission CC885905
Expires November 4, 2003

NOTARY SEAL


Notary Public Print name below: _____

My commission expires: _____

**CERTIFICATE OF DESIGNATION OF REGISTERED OFFICE AND
REGISTERED AGENT**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The name of the limited liability company is **REFINED HOMES BY JMJ, L..C.**

The name of the initial registered agent of the limited liability company is Naples-Lawdock, Inc., and the address of the office of the registered agent is 4501 North Tamiami Trail, Suite 300, Naples, Florida 34103.

REGISTERED AGENT ACCEPTANCE

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 that 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.

NAPLES-LAWDOCK, INC., a Florida
corporation

By: 

Title: Vice President

Date: May 20, 2001