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Division of Corporations

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LIMITED LIABILITY COMPANY

JACARANDA, LLC

Certificate of Status	1
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Page Count	05
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**ARTICLES OF ORGANIZATION
OF
JACARANDA, LLC**

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

ARTICLE I -- NAME

The name of the limited liability company shall be Jacaranda, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 711 Fifth Avenue South, Suite 209, Naples, Florida 34102.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company shall have perpetual existence until it is dissolved and its affairs wound up.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Michael W. McArdle, Esq., Trianon Centre, Third Floor, 850 Park Shore Drive, Naples, Florida 34103.

ARTICLE V -- 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 only transfer his or her interest in the Company as set forth in the Operating Agreement 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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ARTICLE VI -- MANAGEMENT

The Company shall be Manager-managed. The Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the Company is:

NAME

The Vintage Group, LLC

ADDRESS

711 Fifth Avenue South
Suite 209
Naples, Florida 34102

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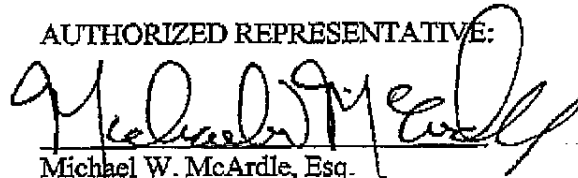
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ARTICLE VII - AMENDMENT

These Articles of Organization may be amended by the consent of all members, or as may otherwise be provided by law.

IN WITNESS WHEREOF, the undersigned authorized representative has made and subscribed these Articles of Organization on this 9th day of January, 2002.

AUTHORIZED REPRESENTATIVE:

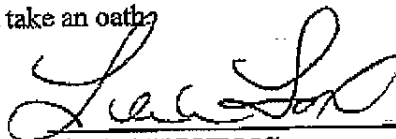


Michael W. McArdle, Esq.
850 Park Shore Drive
Naples, Florida 34103

Audit No. H02000008321 0

STATE OF FLORIDA)
) ss:
COUNTY OF COLLIER)

The foregoing instrument was acknowledged before me this 10 day of January 2002, by Michael W. McArdle. He is () personally known to me or () has produced _____ as identification and did take an oath

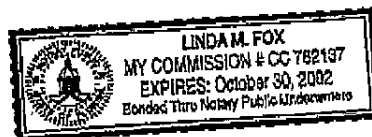


NOTARY PUBLIC

Name: Linda M. Fox

(Type or Print)

My Commission Expires: _____



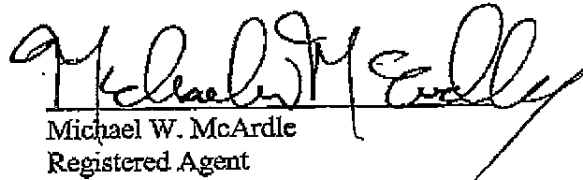
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JACARANDA, LLC**ACCEPTANCE OF REGISTERED AGENT**

The undersigned, being the person named in the Articles of Organization of Jacaranda, LLC, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.


Michael W. McArdle
Registered Agent

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