

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L02000014615

Medallion Homes of Volusia County, LLC

300005763189--8

-06/12/02--01047--025

*****125.00 *****125.00

<input type="checkbox"/>	Art of Inc. File
<input type="checkbox"/>	LTD Partnership File
<input type="checkbox"/>	Foreign Corp. File
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<input type="checkbox"/>	Fictitious Name File
<input type="checkbox"/>	Trade/Service Mark
<input type="checkbox"/>	Merger File
<input type="checkbox"/>	Art. of Amend. File
<input type="checkbox"/>	RA Resignation
<input type="checkbox"/>	Dissolution / Withdrawal
<input type="checkbox"/>	Annual Report / Reinstatement
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<input type="checkbox"/>	Certificate of Status
<input type="checkbox"/>	Certificate of Fictitious Name
<input type="checkbox"/>	Corp Record Search
<input type="checkbox"/>	Officer Search
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<input type="checkbox"/>	Vehicle Search
<input type="checkbox"/>	Driving Record
<input type="checkbox"/>	UCC 1 or 3 File
<input type="checkbox"/>	UCC 11 Search
<input type="checkbox"/>	UCC 11 Retrieval
<input type="checkbox"/>	Courier

RECEIVED
02 JUN 12 AM 11:25
FILED
02 JUN 12 PM 1:00
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Signature

Requested by:

Name SX Date 6/12/02 Time 10:51

Walk-In Will Pick Up

ARTICLES OF ORGANIZATION

OF

MEDALLION HOMES OF VOLUSIA COUNTY, LLC
(A Florida Limited Liability Company)

FILED
02 JUN 12 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned adopts the following Articles of Organization for the purpose of becoming a Limited Liability Company under the Florida Limited Liability Company Act.

1. Name. The name of the limited liability company referred to in these Articles as "Company," is:

MEDALLION HOMES OF VOLUSIA COUNTY, LLC

2. Term. The duration of this Company shall be perpetual, unless earlier dissolved as provided in the Regulations.

3. Purpose. The business purposes of the Company are to engage in any other lawful act or activity which may be carried on by a limited liability company under the Laws of the State of Florida, or under the laws of any other State or jurisdiction in which the Company may conduct its business.


4. Addresses. The mailing address and the street address of the principal office of the Company shall be:

Mailing: Post Office Box 800
New Smyrna Beach, FL 32170-0800

Street: 149 S. Ridgewood Avenue, Suite 710
Daytona Beach, FL 32114

5. Registered Agent. The name of the company's initial registered agent in the State of Florida is Marshall H. Barkin, and the address of the Company's registered office in Florida is 149 S. Ridgewood Avenue, Suite 710, Daytona Beach, FL 32114.

IN WITNESS WHEREOF, for the purpose of filing this Limited Liability Company in accordance with the Florida Limited Liability Company Act, the undersigned has executed these Articles of Organization on this 11th day of June, 2002.

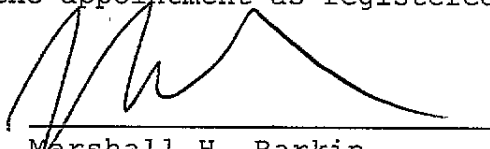


Jerry Johnson, Member

CERTIFICATE OF REGISTERED AGENT
AND REGISTERED OFFICE

In accordance with Section 608.415 of the Florida Limited Liability Company Act, the undersigned, who is named as the registered agent of MEDALLION HOMES OF VOLUSIA COUNTY, LLC, hereby consents to accept service of process for the Company at 149 S. Ridgewood Avenue, Suite 710, Daytona Beach, FL 32114, and accepts the appointment as registered agent and agrees to act in that capacity.

Date: June 11, 2002



Marshall H. Barkin

FILED
02 JUN 12 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA