

Division of Corporations

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Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : JOHN G. PIERCE, ESQ.
Account Number : I19990000117
Phone : (407)898-4848
Fax Number : (407)898-9321

LIMITED LIABILITY COMPANY**Mediterranean Villas, LLC**

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

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ARTICLES OF ORGANIZATION
OF
Mediterranean Villas, LLC

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 Mediterranean Villas, LLC.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is 5604 North Atlantic Avenue, Cocoa Beach, Florida 32931.

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 dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are John G. Pierce at 800 North Ferncreek Avenue, Orlando, Florida 32803.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the initial capital of the company the cash or property as follows:

Martin Greene	\$1,000.00
John G. Pierce	\$1,000.00

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02 JUN 25 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, 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 of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

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 unanimous vote of all the remaining members.

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 addresses of the members of the company are:

NAME
Martin Greene

ADDRESS
5604 North Atlantic Avenue
Cocoa Beach, Florida 32931

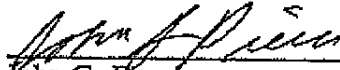
John G. Pierce

800 North Ferncreek Avenue
Orlando, Florida 32803

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IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization on behalf of the members, at Orlando, Florida, on June 25, 2002.


John G. Pierce

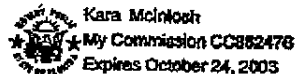
Sworn to and subscribed before me this 25th of June, 2002, by John G. Pierce


Notary Public -- State of Florida


(name, typed or printed)

Personally Known to me

(Seal)



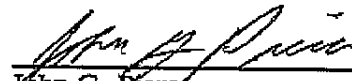
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, Mediterranean Villas, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Mediterranean Villas, LLC.
2. The name and street address of the registered agent in Florida are:

John G. Pierce
800 North Ferncreek Avenue, Orlando, Florida 32803

The undersigned, being the person named in the articles of organization of Mediterranean Villas, 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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.


John G. Pierce
Registered Agent

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