

L02 0000 165 82

LAW OFFICES OF DAVID S. COHEN, LC

5728 Major Boulevard
Suite 550
Orlando, FL 32819
Tel: 407-354-3420
Fax: 407-354-3840

VIA OVERNIGHT DELIVERY

June 27, 2002

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

000006121270--0
-07/01/02--01048--009
****125.00 ****125.00

Re: Articles of Organization of Florida Dream Vacation Villas, LLC.

Dear Sir or Madam:

Enclosed please find the Articles of Organization for Florida Dream Vacation Villas, LLC, check #1629 in the amount of \$125.00 to cover the filing fee, and a completed designation of registered agent form. Upon receipt of this package, please file the said documents immediately with the Secretary of State. Once filed please fax confirmation to (407) 354-3840 and return a receipt of filing to this office.

If you have any questions or need further information, please do not hesitate to contact our office at the above number. Thank you for your assistance with this matter.

Yours truly,



Candi Dixon

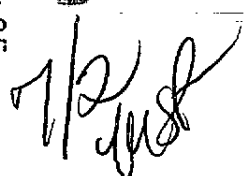
Legal Assistant to David S. Cohen

Enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02 JUL - 1 AM 10:05

FILED



ARTICLES OF ORGANIZATION
of
FLORIDA DREAM VACATION VILLAS, LLC

a Florida Limited Liability Company

ARTICLE I Name:

The name of this limited liability company is **FLORIDA DREAM VACATION VILLAS, LLC**

ARTICLE II Period of Duration:

The limited liability company's period of duration shall be perpetual, commencing on the date of filing of these Articles of Organization.

ARTICLE III Registered Agent:

The initial registered office of the Limited Liability Company shall be 5728 Major Blvd., Suite 550, Orlando, Florida 32819, and the name of the initial registered agent of the Limited Liability Company shall be David S. Cohen, Esquire.

ARTICLE IV Principal & Mailing Address:

The principal and mailing address of the Limited Liability Company shall be 5728 Major Boulevard, Suite 550, Orlando, FL 32819

ARTICLE V Admission of Additional Member(s):

The Member(s) may admit new Member(s) in accordance with the Operating Agreement for the company.

ARTICLE VI Member(s) Rights to Continue Business:

The right, if given, of the remaining member(s) of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be by unanimous written consent of all remaining member(s) or under a right to continue stated in the Operating Agreement of the company.

ARTICLE VII Limitation on Agency Authority of Members:

No member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contract liability on behalf of the company solely by virtue of being a member.

FILED
02 JUL -1 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

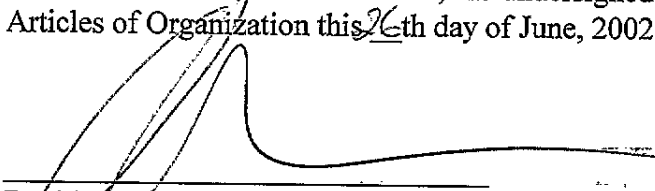
ARTICLE VIII - Business Purpose and Powers:

The purpose of the limited liability company's operations shall be any lawful purpose for which a limited liability company may be organized under the laws of the State of Florida, in accordance with '608.403, Fla. Stat., and the limited liability company shall have all the powers granted a limited liability company under the laws of the State of Florida, in accordance with '608.404, Fla. Stat. From time to time the Member(s) may provide for a specific business purpose or purposes of the limited liability company and may limit the powers of the limited liability company in its Regulations.

ARTICLE IX - Management:

Unless otherwise stated in the Operating Agreement for the company, the management of the limited liability company's business and affairs shall be vested in a manager. The initial manager shall be Heath Slocumb.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this 26th day of June, 2002.

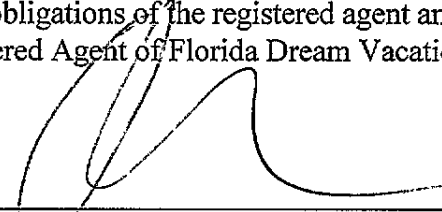


David S. Cohen, Authorized Representative

FILED
02 JUL - 1 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT OF
Florida Dream Vacation Villas, LLC

The undersigned is familiar with the obligations of the registered agent and hereby accepts the appointment to serve as the initial Registered Agent of Florida Dream Vacation Villas, LLC.



David S. Cohen, Registered Agent

FILED
02 JUL - 1 AM 10:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA