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July 12, 2002

Registration Section
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

400006351084--2
-07/12/02--01032--016
****160.00 ****160.00

Re: Verandah Realty LLC

Dear Sirs:

Enclosed for filing pursuant to Chapter 608, Florida Statutes, is an original and a copy of the Articles of Organization of the above limited liability company together with a check payable to the Florida Department of State for \$160.00 to cover the filing fees and the cost of a certified copy and a certificate of status.

Please send your letter of acknowledgment, a certified copy of the filing and a certificate of status to me at the above address; and please telephone me if there are problems with this filing.

Thanks for your assistance.

Very truly yours,

R. Leigh Duemler

R. Leigh Duemler

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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**Articles of Organization
of
Verandah Realty LLC**

These Articles of Organization are made for the purpose of forming a Florida limited liability company (the "Company") under the Florida Limited Liability Company Act.

Article I - Name:

The name of the Company is Verandah Realty LLC.

Article II - Address:

The mailing address and street address of the principal office of the Company is:

3451 Bonita Bay Boulevard, Suite 202
Bonita Springs, Florida 34134

Article III - Registered Agent, Registered Office and Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Resource Conservation Properties, Inc.
3451 Bonita Bay Boulevard, Suite 202
Bonita Springs, Florida 34134

Having been named as registered agent and to accept service of process for the above named limited liability company at the place designated above, the undersigned, hereby 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 the undersigned's duties, and the undersigned is familiar with and accepts the obligations of the position of registered agent as provided for in the Chapter 608, Florida Statutes.

Resource Conservation Properties, Inc.
a Florida corporation

By:


Dennis E. Gilkey, President

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DIVISION OF CORPORATIONS
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Article IV - Management:

The Company is to be managed by one or more managers and is, therefore, a manager - managed limited liability company.

IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization effective as of July 12, 2002.

Resource Conservation Properties, Inc.
a Florida corporation

By: _____


Dennis E. Gilkey, President

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