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SILVIA M. RODRIGUEZ
Attorney at Law

MARCUS CENTRE
9990 S.W. 77TH AVENUE, SUITE 216
MIAMI, FLORIDA 33156

Tel.: 305-270-6494
Fax: 305-270-6495

July 24, 2002

VIA FEDERAL EXPRESS

Florida Department of State
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

700006666967--5
-07/25/02--01067--002
***160.00 ***160.00

Re: CEDCO HOMES II LLC

Dear Sir or Madam:

In connection with the above matter, sent herewith are two original Articles of Organization for Cedco Homes II, LLC as well as my check in the amount of \$160.00 representing filing fees as follows:

\$100.00	Filing Fee for Articles of Organization
\$25.00	Designation of Registered Agent
\$30.00	Certified Copy
\$5.00	Certificate of Status

W 7/26

Kindly return a certified copy of the Articles along with the Certificate of Status in care of my office. Should you require additional information, please feel free to call me.

Sincerely,


Silvia M. Rodriguez

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 25 AM 10:18

smr:no

Enclosures: (2) signed Articles of Organization
Check for \$160

3/

ARTICLES OF ORGANIZATION
OF
CEDCO HOMES II, LLC

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

ARTICLE I
NAME

The name of this Limited Liability Company is CEDCO HOMES II, LLC (the "Company").

ARTICLE II
GENERAL NATURE OF BUSINESS

The Limited Liability Company may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 104 Crandon Boulevard, Suite 306A, Key Biscayne, Florida 33149.

ARTICLE IV
DURATION

The period of duration of the Limited Liability Company shall be perpetual.

ARTICLE V
MANAGEMENT

The Limited Liability Company is to be managed by a manager or managers and is, therefore, a manager-managed company.

ARTICLE VI
REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

Guillermo Cedeno, 104 Crandon Boulevard, Suite 306A,
Key Biscayne, Florida 33149

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 25 AM 10:18

Having been named as registered agent and to accept service of process for the above-stated limited liability company at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

✓ 
Guillermo Cadano Registered Agent

IN WITNESS WHEREOF, the undersigned authorized representative, in accordance with section 608.408(3), Florida Statutes, affirms under the penalties of perjury that the facts named herein are true and, further, makes and subscribes these Articles of Organization in Miami, Florida, this 23rd day of July, 2002.

✓ 
Guillermo Cadano

STATE OF FLORIDA)

) SS:

COUNTY OF MIAMI-DADE)

PERSONALLY appeared before me, Guillermo Cadano, who produced a Florida driver's license as identification is personally known to me to be an authorized representative of a member to the foregoing Articles of Cadco Homes II, LLC who being by me first duly sworn, acknowledges that he signed the same for the purposes therein expressed.

WITNESS my hand and seal at Miami-Dade County, Florida, this 23rd day of July, 2002.


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My commission expires

OFFICIAL NOTARY SEAL
SILVIA M RODRIGUEZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC880351
MY COMMISSION EXP. NOV. 8, 2003

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 25 AM 10:19