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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Century/Villa Ponce, LLC.

Certificate of Status	1
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**ARTICLES OF ORGANIZATION OF**  
**CENTURY/VILLA PONCE, LLC.**

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The undersigned, acting as the members of Century/Villa Ponce, LLC., under the Florida Limited Liability Company Act, adopt the following Articles of Organization:

**ARTICLE I.**

**NAME**

The name of the limited liability company is: Century/Villa Ponce, LLC.

**ARTICLE II.**

**DURATION**

The duration of this Limited Liability Company shall be perpetual unless terminated by law or its members.

**ARTICLE III.**

**PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The initial principal office address and mailing address of the Limited Liability Company formed hereby is c/o Nicolas Fernandez, P.A., 780 N.W. Le Jeune Road, Suite 324, Miami, Florida 33126.

**ARTICLE IV.**

**NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT**

The name of the initial registered agent is Esquire Corporate Services, Inc., and its street address is 780 NW Le Jeune Road, Suite 324, Miami, Florida 33126.

**ARTICLE V.**

**RIGHTS OF MEMBERS**

The members of this Limited Liability Company, among other things, reserve the right to: (a) admit new members if unanimously agreed to by all members, and (b) continue this Limited Liability Company upon 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.

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ARTICLE VI.

MANAGEMENT

This Limited Liability Company shall be managed by one or more managers as determined by its Operating Agreement.

ARTICLE VII.

INITIAL MEMBERS

The initial members of this Limited Liability Company are MJF Construction Corp., a Florida corporation and Century Homebuilders, LLC., a Florida limited liability company.

IN WITNESS WHEREOF, the undersigned as authorized representative of the members has executed these Articles of Organization this 31<sup>st</sup> of July 2002.

NICOLAS FERNANDEZ, P.A.

By: 

Nicolas Fernandez, President

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ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Century/Villa Ponce, LLC., in the foregoing Articles of Organization, we hereby agree to accept service of process for said Limited Liability Company and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

ESQUIRE CORPORATE SERVICES,  
INC., a Florida Corporation

By:   
Nicolas Fernandez, President

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