

ACCOUNT NO. : 072100000032

REFERENCE: 714915 7103152

AUTHORIZATION

COST LIMIT :

\$ 125.00

ORDER DATE : August 21, 2002

ORDER TIME : 4:01 PM

ORDER NO. : 714915-005

CUSTOMER NO: 7103152

CUSTOMER: Craig Grider, Esq

Goodlette Coleman & Johnson,

P.a.

Suite 300

4001 Tamiami Trail North

Naples, FL 34103

DOMESTIC FILING

NAME:

BAILEY/BCB HOMES I, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

XX ___ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY

XX PLAIN STAMPED COPY

_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS:

02 ALIO 21 PM 1: 46
SEGRETARY OF STATE
TALL AHASSEE, FEORIDA

600007258326--7

RECEIVED

02 AUG 21 PM 4 55

11 AUGUST FRANCE

1

FAX AUDIT#

ARTICLES OF ORGANIZATION

OF

BAILEY/BCB HOMES I, LLC

ARTICLE I

NAME AND ADDRESS

The name of this Limited Liability Company shall be Bailey/BCB Homes I, LLC (the "Company"). The mailing address and street address of the principal office of the Company is 3606 Enterprise Avenue, Naples, Florida 34104.

ARTICLE II

DURATION

The Company shall exist perpetually until dissolved pursuant to a written agreement of all members of the Company, or as provided by law, or as provided by the Company's Operating Agreement.

ARTICLE III

DESIGNATION OF REGISTERED AGENT

The name and address of the registered agent and office of the Company shall be Joseph Smallwood, 3606 Enterprise Avenue, Naples, Florida 34104.

02 AUS 21 PM 1: 46

FAX AUDIT #
Peter L. Keeley Esquire
Grant, Fridkin, Pearson, Athan & Crown, P.A.
5551 Ridgewood Drive, Suite 501, Naples, FL 34108
(941) 514-1000
Florida Bar #0190616

FAX AUDIT #

ARTICLE IV

MANAGEMENT OF COMPANY BUSINESS

The Company's day to day business will be managed by one of its members and is therefore a member-managed company.

ARTICLE V

ADDITIONAL MEMBERS

The Members may admit additional members upon Certificate of Membership signed by the existing Members.

ARTICLE VI

LIMITATIONS ON MEMBERS

The Members shall not take any action on behalf of this Company that is prohibited by the Florida Limited Liability Company Act, or any action that requires consent of the other Members of the Company without first obtaining the prior written consent of all Members of the Company. Pursuant to Section 608.424 of the Florida Limited Liability Company Act, 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 contractual liability on behalf of the Company solely by virtue of being a member.

ARTICLE VII

RIGHT TO CONTINUE BUSINESS OF COMPANY

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any Member of the Company, or upon the occurrence of any other event that terminates. The continued membership of a Member in the Company, the remaining Member or Members shall have the right to continue the business of the Company in accordance with the terms and conditions of the Company's Operating Agreement.

ARTICLE VIII

AMENDMENTS

These Articles may be amended from time to time by the written consent of all Members of the Company.

02 AUG 21 PM 1: 4

FAX AUDIT#

WITNESS, the hand of the authorized representative of the Managing Member of the Company this Z/ day of August 2002.

Boran Craig Barber Homes, Inc., Managing Member

uthorized Representative

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process for Bailey/BCB Homes I, LLC, at the place designated in these Articles of Organization, I state that I am familiar with and do hereby accept the appointment and obligation of registered agent and agree to comply with the laws of the State of Florida relating to the proper and complete performance of my duties.

wd_corp-bus\Bailey\Art-Or-Bailey