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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 759033 7143536

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 155.00

ORDER DATE : September 25, 2002

ORDER TIME : 11:43 AM

ORDER NO. : 759033-005

CUSTOMER NO: 7143536

800008023408--3

CUSTOMER: Sheryl Edwards, ESQ
Sheryl A. Edwards, P.A.
Suite 757
1800 Second Street
Sarasota, FL 34236

DOMESTIC FILING

NAME: VILLA MARIA, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore - EXT. 1147

EXAMINER'S INITIALS: _____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF

VILLA MARIA, LLC

The undersigned certifies that we have associated ourselves together for the purposes of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **VILLA MARIA, LLC** and its principal office and mailing address are located at 1732 Redwood Street, Sarasota, Florida 34231, County of Sarasota, State of Florida, but it shall have the power of authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

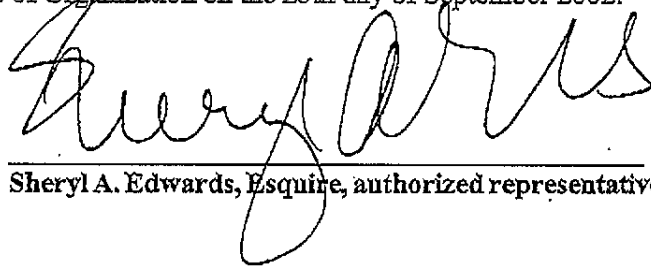
The address of the initial registered office of the limited liability company is 1800 Second Street, Suite 720, Sarasota, Florida 34236, County of Sarasota, State of Florida, and the name of the company's initial registered agent at that address is Sheryl A. Edwards, Esquire.

ARTICLE III

MANAGEMENT OF BUSINESS

The company will be member managed. The initial managing members shall be Reinhold Klein, 1700 Redwood Street, Sarasota, Florida 34231 and Miroslav Roser, 5013 Fielding Lane, Sarasota, Florida 34233 until the first annual meeting of the members or until their successors are elected and qualified.

The undersigned, certifies that this instrument constitutes the Articles of Organization of **VILLA MARIA, LLC** and has executed these Articles of Organization on the 25th day of September 2002.

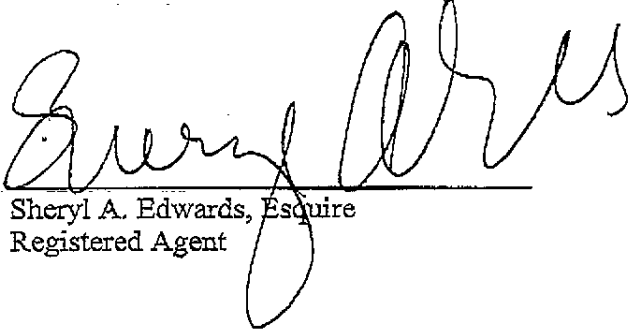


Sheryl A. Edwards, Esquire, authorized representative

CERTIFICATE OF DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for **VILLA MARIA, LLC** at the place designated in the Articles, 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.

9/25/02
Date


Sheryl A. Edwards, Esquire
Registered Agent

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