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DAVID L. MACKEY ATTORNEY, P. A.

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November 13, 2002

Secretary of State
Division of Corporations
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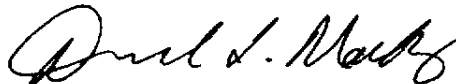
Re: Citrus Property Rehab, LLC

Gentlemen:

Enclosed is the original and one copy of Articles of Organization for the above-captioned Florida limited liability company, together with our trust account check in the amount of \$125.00. Please acknowledge receipt and filing of the articles on the acknowledgment copy which is enclosed and return it to me at the above address.

Thank you for your attention to this matter.

Very truly yours,



DAVID L. MACKEY

DLM/jf

Enclosures

**ARTICLES OF ORGANIZATION FOR
CITRUS PROPERTY REHAB, LLC, a
Florida Limited Liability Company**

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ARTICLE I – NAME

The name of the Limited Liability Company is **CITRUS PROPERTY REHAB, LLC**

ARTICLE II – ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is 4149 North Concord, Crystal River, Florida, 34428.

ARTICLE III – DURATION

The period of duration for the Limited Liability Company shall be:

The duration for the Limited Liability Company shall be perpetual, subject to earlier dissolution upon the occurrence of any of the following events:

- (a) By the unanimous written agreement of all Members; or
- (b) Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member; or,
- (c) As otherwise provided by law.

ARTICLE IV – Management

The Limited Liability Company is to be managed by a Manager and the name and address of the initial Manager is:

JOE CACCAMO
4149 North Concord
Crystal River, Florida 34428

The Members shall have the right to change the Manager only as provided by law.

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ARTICLE V – TRANSFERABILITY

5.1 Transferee Not Member in Absence of Consent.

If a Majority of the Members (not including the transferring Member) do not approve of the Transferring Member's proposed transfer of his Membership Interest, whether by sale, gift or otherwise, to a transferee which is not a Member immediately prior to the transfer, then the proposed transferee shall have no right to participate in the management of the business and affairs of the Company or to become a Member. Such transferee shall be merely an Economic Interest Owner.

ARTICLE VI – Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

From the date of the formation of this Limited Liability Company, any person or entity acceptable to Members holding the majority of the equity interest of this Limited Liability Company may become a Member in this Company, either by the issuance by the Company of Membership Interests for such consideration as the Members, by such majority vote, shall determine, or as a transferee of a Member's membership interest or any portion thereof, subject to the terms and conditions of Article V of these Articles of Organization.

ARTICLE VII – Members Rights to Continue Business

The right, if given, of the remaining Members of the Limited Liability Company to continue the business on 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 shall be:

Upon unanimous vote, the remaining Members may elect to continue the business of the Limited Liability Company.

**CERTIFICATE DESIGNATING REGISTERED
OFFICE AND REGISTERED AGENT**

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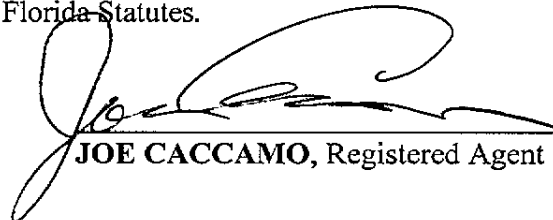
The Company's initial registered office and initial registered agent at such office is:

JOE CACCAMO
4149 North Concord
Crystal River, Florida 34428

The registered office and registered agent may be changed from time to time by filing the address of the new registered office and/or the name of the new registered agent with the Florida Secretary of State pursuant to the Florida Limited Liability Company Act.


ACCEPTANCE

I HEREBY ACCEPT the appointment as Registered Agent of and agree to act in that capacity as contemplated by § 607.164, Florida Statutes.


JOE CACCAMO, Registered Agent

STATE OF FLORIDA
COUNTY OF MARION

The foregoing Acceptance of Registered Agent was acknowledged before me this 12th day of November, 2002, by **JOE CACCAMO**.


(Signature of Notary Public, State of Florida)
(Print, Type or Stamp Commissioned
Name of Notary Public)

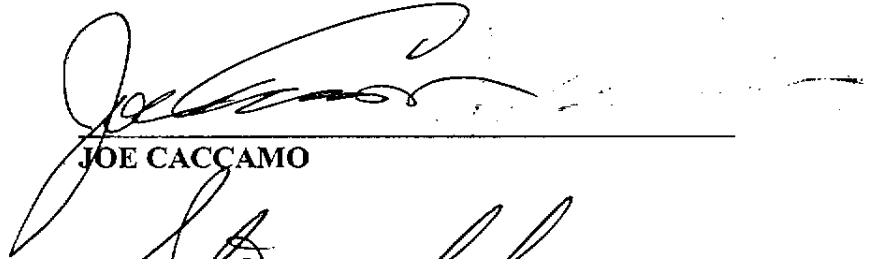


Personally Known K, OR, Produced Identification _____
Type of Identification Produced: _____


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IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of
Organization, this 12th day of November, 2002.

SUBSCRIBERS:



JOE CACCAMO



STEVE JUHLIN