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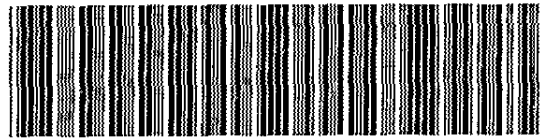
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TALLAHASSEE, FLORIDA

J. BRYAN NOV 19 2002

Arthur W. Trufelli

*Attorney at Law
Florida & New York*

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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Articles of Organization
VILLA DEL SOL, L.C.

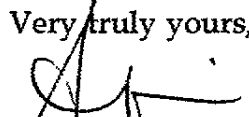
Gentlemen:

11/12/02

Enclosed are duplicate Articles of Organization for GIARDINA DI VILLA PALMA, L.C., a limited liability company and my check in the amount of \$150 for filing and copy fees. Please return a certified copy of the filing receipt and Articles to me.

Thank you for your courtesy.

Very truly yours,


Arthur W. Trufelli, Esq.
encls.

**ARTICLES OF ORGANIZATION
OF
VILLA DEL SOL, L.C.**

ARTICLE. 1 NAME

The name of this limited Liability Company is VILLA DEL SOL, L.C.

ARTICLE II-DURATION

This limited Liability Company shall begin its existence commencing on the date of the filing of these articles with the Department of State and shall be perpetual in duration.

ARTICLE III. PURPOSE

This limited liability company may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation, specifically affirming the powers set forth in Florida Statutes Section 608.404 (2)&(3) relating to real, personal, legal or equitable property.

**ARTICLE IV. PLACE OF BUSINESS; NAME AND ADDRESS OF
REGISTERED AGENT**

The street address and mailing address of the principal office of this limited liability company shall be **27 Pennock Lane #205, Jupiter, Florida 33458**. The name and address of its initial registered agent shall be: Eugene F. Francavilla; 2873 Miller Drive, Palm Beach Gardens, Florida 33410.

**ARTICLE V. INITIAL MEMBER, ADMISSION OF NEW MEMBERS AND
TERMS OF ADMISSION**

The initial member of this limited liability company is Eugene F. Francavilla, who shall serve as the managing member. New members of this limited liability company may be admitted upon majority vote of the existing members of this limited liability company. Each new member shall make a contribution equal to that contribution which each original member of this limited liability company made, specifically One Hundred Dollars (\$100.00) in cash, the total initial assets of the company. Each member may make additional contributions from time to time as prescribed in these Articles and the company's operating agreement.

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**ARTICLE VI. RIGHT OF REMAINING MEMBERS TO CONTINUE
BUSINESS**

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 this limited liability company, the remaining members shall have the right to continue the business of this limited liability company.

ARTICLE VII. MANAGEMENT OF LIMITED LIABILITY COMPANY

This limited liability company shall be managed by a manager. The name and address of the initial manager is Eugene F. Francavilla: 2873 Miller Drive, Palm Beach Gardens, Florida 33410.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization this 24th day of JANUARY, 2002.


Eugene F. Francavilla
Member/Manager

ACCEPTANCE BY REGISTERED AGENT

the registered agent states :

I am fully familiar with and accept the duties and responsibilities of registered agent for said limited liability company.

dated this 24th day of JANUARY, 2002.


Eugene F. Francavilla

State of Florida
County of Palm Beach

Before me, a notary authorized to take acknowledgements in the State and County set forth above, personally came, Eugene F. Francavilla, known to be member/manger and registered agent of the foregoing limited liability company and known personally by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization this 24th day of JANUARY, 2002..


notary



Arthur W Trufelli
My Commission CC99208C
Expires March 19 2006

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