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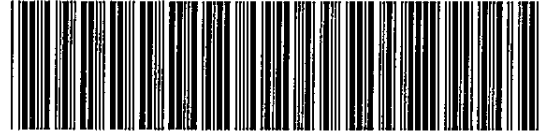
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TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 850037 122370A

AUTHORIZATION :

COST LIMIT : \$ 125.00

ORDER DATE : December 10, 2002

ORDER TIME : 1:29 PM

ORDER NO. : 850037-005

CUSTOMER NO: 122370A

CUSTOMER: Cynthia Cox, Legal Asst
Stephen G. Watts, P.a.

809 Druid Road

Clearwater, FL 33756

DOMESTIC FILING

NAME: THE MOORINGS TOWN HOMES II,
LLC

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
THE MOORINGS TOWN HOMES II, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of ORGANIZATION.

ARTICLE I - NAME

The name of the limited liability company shall be **The Moorings Town Homes II, LLC**, ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be 9100 Bayhill Boulevard, Orlando, FL 32819.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is **PANKAJ PATEL**, 9100 Bayhill Boulevard, Orlando, FL 32819.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the

company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VIII - TERMINATION OF EXISTENCE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is **PANKAJ PATEL** - 9100 Bayhill Boulevard, Orlando, FL 32819.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Clearwater, Florida, on this 9th day of December, 2002


PANKAJ PATEL

BY  P.O.A.

STATE OF FLORIDA
COUNTY OF PINELLAS


Sworn to and subscribed before me this 9th day of December, 2002, by PANKAJ PATEL, personally known to me or who produced as identification.
by Shiray Patel by P.O.A.
dated 12-9-02

Cynthia L. Cox
NOTARY PUBLIC STATE OF FLORIDA
NAME: CYNTHIA L. COX

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the personal named in the articles of organization of, L.C., as the registered agent of this limited liability company, hereby consents to accept the service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the property and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.


PANKAJ PATEL

BY  P.O.A.

ARTICLES OF ORGANIZATION
OF
THE MOORINGS TOWN HOMES II, LLC

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company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

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ARTICLE VIII - TERMINATION OF EXISTENCE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is **PANKAJ PATEL** - 9100 Bayhill Boulevard, Orlando, FL 32819.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Clearwater, Florida, on this 9th day of December, 2002



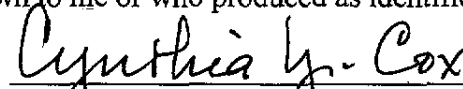
PANKAJ PATEL

BY 

BY P.O.A.

STATE OF FLORIDA
COUNTY OF PINELLAS

Sworn to and subscribed before me this 9th day of December, 2002, by PANKAJ PATEL, personally known to me or who produced as identification.
by Shivam Patel under POA dated 12-6-02

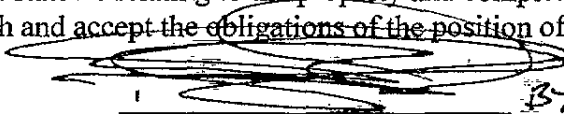


NOTARY PUBLIC STATE OF FLORIDA

NAME: CYNTHIA Y. COX

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PANKAJ PATEL

BY 

BY P.O.A.