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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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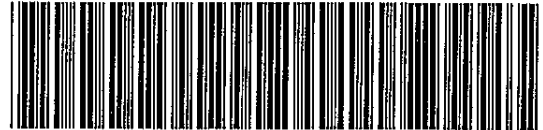
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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L03-11723
EX

GLENN RASMUSSEN FOGARTY & HOOKER, P.A.

 MERITAS LAW FIRMS WORLDWIDE

100 South Ashley Drive, Suite 1300, Tampa, Florida 33602
P.O. Box 3333, Tampa, Florida 33601-3333
(813) 229-3333; Fax (813) 229-5946
www.glennrasmussen.com

March 31, 2003

Corporate Records Bureau
Division of Corporations
Department of State
409 E. Gaines Street
Tallahassee, FL 32399

Re: **Maxim Development Services, LLC**

Gentlemen:

Enclosed are the following items pertaining to the organization of Maxim Development Services, LLC:

1. The original and one copy of Articles of Organization;
2. Acceptance of Registered Agent; and
3. Our check payable to you for the following charges:

Filing fee	\$ 100.00
Registered Agent fee	\$ 25.00
Certified copy	\$ 30.00
Certificate of Status	\$ 5.00
	<u>\$ 160.00.</u>

Please approve and file the original Articles of Organization, certify the copy of them, and return the certified copy to us.

Very truly yours,

GLENN RASMUSSEN FOGARTY & HOOKER, P.A.



Donald S. Hart, Jr.

bj
2232-003~C
Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
MAXIM DEVELOPMENT SERVICES, LLC

The undersigned authorized representative executes these Articles of Organization to form a limited liability company under the Florida Limited Liability Company Act:

ARTICLE I. NAME

The name of the limited liability company is: Maxim Development Services, LLC

ARTICLE II. ADDRESS

The mailing and street address of the principal office of the limited liability company is:

2805 Winding Trail Drive
Valrico, Florida 33594

ARTICLE III. REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent are:

Wilhelm A. Nunn
2805 Winding Trail Drive
Valrico, Florida 33594

ARTICLE IV. MEMBER MANAGEMENT

The limited liability company is to be managed by a member, and the name and address of the initial managing member is:

Wilhelm A. Nunn
2805 Winding Trail Drive
Valrico, Florida 33594

The managing member has the exclusive power and authority to act for the limited liability company, and to sign and deliver any contract or instrument in the name and on behalf of the limited liability company. Unless specifically authorized in writing by the managing member, no other member has any power or authority to act for the limited liability company or to sign or deliver any contract or instrument in its name, as its agent or otherwise.

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VALRICO, FLORIDA

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ARTICLE V. PURPOSE, POWERS, AND AUTHORITY

The limited liability company is organized primarily for the purpose of acquiring and developing real estate for investment and resale but may make investments in other kinds of businesses and engage in any lawful activity or purpose for which a limited liability company may be organized under Florida law, except banking and insurance. In furtherance of its purpose, the limited liability company has full power and authority to do all acts and things authorized by law to carry out its affairs and business, including without limitation the power and authority to do everything described in the Florida Limited Liability Company Act and the following:

- (a) Sue or be sued, or defend or complain, in its name;
- (b) Cease its business activities, wind up its affairs, liquidate, and dissolve;
- (c) Make donations to the public welfare or for charitable, scientific, or educational purposes;
- (d) Conduct its business, locate its offices, and exercise all the powers of a limited liability company within or outside the State of Florida;
- (e) Adopt, amend, and repeal an Operating Agreement for the operation and administration of its affairs that is consistent with these Articles of Organization;
- (f) Sell, lend, lease, assign, convey, pledge, exchange, mortgage, transfer a security interest in, or otherwise encumber or dispose of all or any part of its assets or property;
- (g) Make contracts, agreements, commitments, and undertakings that are conducive, incidental, or necessary to the conduct of its business and the accomplishment of its purposes;
- (h) Elect or appoint agents and officers, define their duties, and fix their compensation, all in accordance with its Operating Agreement adopted by the members of the limited liability company;
- (i) Be a lender, member, manager, partner, trustee, promoter, associate, shareholder, or incorporator of any trust, corporation, joint venture, limited liability company, general or limited partnership, or other business organization;
- (j) Acquire, receive, or possess by lease, exchange, purchase, subscription, or otherwise any real, personal, or intangible property, or any legal or equitable interest in any real, personal, or intangible property, wherever located;

(k) Own, use, hold, operate, develop, maintain, improve, renovate, construct, rehabilitate, or otherwise deal in or with any real, personal, or intangible property, or any legal or equitable interest in any real, personal, or intangible property, wherever located;

(l) Engage agents, brokers, lawyers, appraisers, accountants, consultants, asset managers, property managers, and other advisors, professionals, and representatives who are conducive, incidental, or necessary to the conduct of its business or the accomplishment of its purposes;

(m) Hold, sell, purchase, transfer, exchange, or otherwise invest and reinvest its funds in mortgages, securities, promissory notes, certificates of deposit, money market funds, guaranteed investment contracts, securities repurchase agreements, and other kinds of investments;

(n) Indemnify any agent, officer, member, employee, managing member, or other person as provided by law against liabilities and expenses incurred by the person in connection with the defense of any suit, action, or proceeding, whether civil, criminal, or administrative, to which the person is a party;

(o) Vote and otherwise exercise the voting, dissenting, and consensual rights and powers of any stock, membership interest, partnership interest, or other voting interest owned or possessed by it with respect to any other corporation, limited liability company, general or limited partnership, or other business organization;

(p) Renew, recast, modify, extend, increase, refinance, or prepay, as a whole or in part, any liability, obligation, or indebtedness of the limited liability company, and to renew, extend, or modify any pledge, mortgage, security interest, deed of trust, or other lien or encumbrance on any of its income or property that serves as security for any liability, obligation, or indebtedness of the limited liability company;

(q) Borrow money, incur liabilities, obligations, and indebtedness, and issue bonds, debentures, promissory notes, and other evidences of obligations to pay money in furtherance of the conduct of its business and the accomplishment of its purposes and to secure any liability, obligation, or indebtedness of the limited liability company by a pledge, mortgage, deed of trust, security interest, or other lien or encumbrance on all or any part of its income or property;

(r) Extend credit, lend money or other property, and otherwise provide financial assistance to any member, manager, officer, employee, or other person for the benefit of the limited liability company, with or without security, and receive and hold any pledge, mortgage, security interest, deed of trust, or other lien or encumbrance on any income or property of another

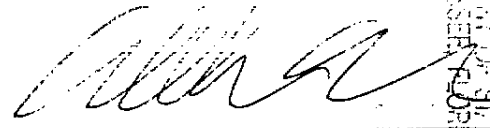
person as security for repayment of any loan or extension of credit; or become directly or contingently liable as a surety, endorser, co-obligor, guarantor, or accommodation party for the payment or performance of any liability, obligation, or indebtedness of another person that the managing member of the limited liability company considers to be conducive, incidental, or necessary to the conduct of its business or the accomplishment of its purposes, including entering into any contract of guaranty or suretyship that is conducive, incidental, or necessary to the conduct of the business or accomplishment of the purposes of the limited liability company; and

(s) Engage in any activity, make any payment or donation, enter into and perform any contract, and do any and all other acts and things that are consistent with law and conducive, incidental, or necessary to the conduct of its business or the accomplishment of its purposes.

ARTICLE VI. COMMENCEMENT OF EXISTENCE

The existence of the limited liability company will commence at upon filing of these Articles with the Secretary of State of the State of Florida.

DATE: March 26, 2003



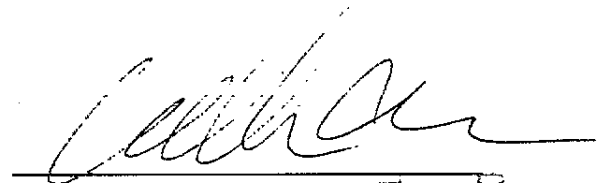
Wilhelm A. Nunn
Authorized Representative

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TALLAHASSEE
FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the limited liability company named above at the place designated in these Articles of Organization, the undersigned accepts the appointment as registered agent and agrees to act in that capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties as registered agent. The undersigned is familiar with, and accepts, the obligations of registered agent as provided in Chapter 608, FLORIDA STATUTES.

DATE: March 26, 2003



Wilhelm A. Nunn

DSH Form - LLC - Articles of Organization - Mbr Managed
2232-003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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