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SECRETATION STATE

Official and reference to Corp.

Office a firming Mapping from Corp.

Florida department of state Registration Section Division of Corporation 409E. Gains St. Tallahassee, Fl. 32399

REF: Explanation Letter

Dear Staff Member

Please find enclosed the Incorporation documents for

FIRST CITY HOMES LLC.,

Enclosed, also please find a check in the amount of \$ 155.00 to cover the cost of the filing fee for Articles of Incorporation, Designation of Registered Agent and A Certified Copy for the corporation as listed above.

Should your require any further information in reference to these documents, please contact me at (904) 797-4169, my full address is located on the incorporation documents.

Thanking you in advance for all your assistance in this matter.

Henry Christopher Cagle



March 18, 2003

HENRY CHRISTOPHER CAGLE 529 GERONA RD ST. AUGUSTINE, FL 32086

SUBJECT: FIRST CITY HOMES LLC Ref. Number: W03000007761

We have received your document for FIRST CITY HOMES LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You Articles must be entitled Articles of Organization not Incorporation.

Limited Liability Companies are not corporations. Limited Liability Companies are unique business entities with special characteristics and attributes formed under Chapter 608, Florida Statutes. Corporations, on the other hand, are formed under Chapter 607, Florida Statutes, and possess other distinctive traits and characteristics. Consequently, limited liability company documents cannot contain any references/terms which may implicate the entity is a corporation. Please delete any references to the term "corporation" or the like from your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing Corporate Specialist

Letter Number: 803A00016691



Glenda E. Hood Secretary of State

March 28, 2003

HENRY CHRISTOPHER CAGLE 529 GERONA RD ST. AUGUSTINE, FL 32086

SUBJECT: FIRST CITY HOMES LLC Ref. Number: W03000007761

We have received your document for FIRST CITY HOMES LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

As stated in our previous correspondence you can not use the corporation in your document. Please delete the word corporation everywhere you have it listed in the Articles of Organization.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Letter Number: 803A00018905

Diane Cushing Corporate Specialist

Articles of Organization Of

FIRST CITY HOMES, LLC.

THESE ARTICLES OF ORGANIZATION are submitted for the purpose of forming a Limited Liability Company pursuant to the Florida Limited Liability Company Act, Chapter 608, and Florida Statues, as the same may from time to time be amended.

ARTICLE I - Name:

The name of the Limited Liability Company (the Company) will be:

"FIRST CITY HOMES, LLC."

ARTICLE II - Term:

The existence of the company shall commence upon filing of these Articles of Organization as of April 6th, 2003 with the Florida Department of State and its duration shall be perpetual unless and until dissolved as required by the Act or as provided in the regulations (as that term is herein defined)

ARTICLE III - Address:

The initial principal mailing address and street address of the principal office of the Limited liability Company is:

C/o: **HENRY CHRISTOPHER CAGLE** 529 GERONA ROAD, ST. AUGUSTINE, FL., 32086

ARTICLE IV - Registered Agent, Registered Office, & Registered Agent's Signature:

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

HENRY CHRISTOPHER CAGLE 529 GERONA RD, ST. AUGUSTINE, FL., 32086

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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 as provided for in chapter 608, F.S.

Registered Agent's Signature

ARTICLE V – <u>Additional members:</u>

Additional members may be admitted upon the unanimous consent of all members and in accordance with the terms and conditions set forth in the regulations.

ARTICLE VI – Continuation:

In the event of the death, retirement, expulsion, bankruptcy or dissolution of a member or in the event which terminates the continued membership of a member in the Company, then upon the affirmative vote of a majority in interest of the remaining members to continue the Company within 90 days after the occurrence of such event, the Company shall not be dissolved and the business of the company shall be continued.

ARTICLE VII – Management:

The management of this Company shall at all times be vested in one of more managers. The names and address of the initial manager who shall serve intil the first annual meeting of the members or until their successor (or successors) is, (are) elected by a majority interest of the members are as follows.

Name Address
HENRY CHRISTOPHER CAGLE 529 GERONA ROAD, ST. AUGUSTINE, FL., 32086

ARTICLE VIII - Regulations:

The members shall have the power to adopt, alter, amend or repeal regulations as contemplated by the Act (the "Regulations"). The Regulations adopted by the member(s) may be amended, repealed, or altered. New Regulations may be adopted from time to time by the member(s).

ARTICLE IX – Limited Liability:

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for acts of omissions of any other member, manager, officer, agent or employee of the Company.

By: _______HENRYCHRISTOPHER CAGLE Member