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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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THE LAW FIRM OF
FRANK • WEINBERG • BLACK, P.L.

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ROBERT T. SLATOFF
STEVEN A. WEINBERG

April 4, 2003

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

RE: Heartwood Custom Home Venture Two, LLC
Our File No: 8588.008

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madam:

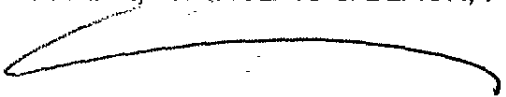
Enclosed herewith please find the original and one copy of the Articles of Incorporation for the above-named proposed Florida Corporation. Also enclosed is my firm's check in the amount of \$125.00 representing payment of the filing fee due with respect to the filing of this limited liability company.

Please file the enclosed at your earliest convenience and provide a certified copy to the undersigned as soon as possible.

Thank you for your assistance in this matter.

Sincerely,

FRANK, WEINBERG & BLACK, P.L.


Steven A. Weinberg,
for the Firm

SAW/km

Encls.

div of corp.ltr

ARTICLES OF ORGANIZATION
OF
HEARTWOOD CUSTOM HOME VENTURE TWO, L.L.C.

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03 APR -7 AM 10:15
STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME

The name of the Limited Liability Company is: HEARTWOOD CUSTOM HOME VENTURE TWO, L.L.C.

ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS

The mailing address and the street address of the principal address of the Limited Liability Company is: c/o 7805 S.W. 6th Court, Plantation, Florida 33324.

ARTICLE III
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of this company is: Steven A. Weinberg, Esquire. The street address of the initial registered office of the Limited Liability Company in the State of Florida is: c/o Frank, Weinberg & Black, P.L., 7805 S.W. 6th Court, Plantation, Florida 33324.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to managed by one or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, the undersigned subscribing Member has executed these Articles of Organization effective this 4 day of April, 2003.


DANIEL GROSSWALD, Member


JOHN P. LoMONOCO, Member

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APR 7 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida.


1. The name of the limited liability company is: HEARTWOOD CUSTOM HOME VENTURE TWO, L.L.C.

2. The name and address of the registered agent and office is:

Steven A. Weinberg, Esquire
c/o Frank, Weinberg & Black, P.L.
7805 S.W. 6th Court
Plantation, Florida 33324

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.

Dated: April 4, 2003


STEVEN A. WEINBERG