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101-104

Community Investment Corporation

Real Estate Investment & Development

May 28, 2004

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

Re: Arlington Homes LLC

To Whom It May Concern:

Enclosed please find for filing RESIGNATION OF MANAGING MEMBER OF ARLINGTON HOMES LLC. I have also enclosed the \$25.00 filing fee.

Sincerely,

Nancy A. Brooking Executive Assistant

SECRLIARY OF STATE

RESIGNATION OF MANAGING MEMBER OF ARLINGTON HOMES LLC

Community Investment Corporation, a Florida corporation, hereby resigns as Managing Member of ARLINGON HOMES LLC, a limited liability company organized under the laws of the State of Florida, and affirms that the limited liability company has been notified in writing of the resignation.

Resigning Managing Member: Community Investment Corporation, a Florida corporation

Date: May 27, 2004

By:

Its:

M. Felice, Vice President

NOTIFICATION OF APPOINTMENT OF BLAIR COMMUNITIES, INC., AS SUCCESSOR MANAGING MEMBER

The undersigned, Blair Communities, Inc., a Florida corporation, hereby affirms that it has been appointed by the Members of Arlington Homes LLC, to succeed Community Investment Corporation as the Managing Member of said limited liability company.

Managing Member: Blair Communities, Inc.

Date: May 27, 2004

By: Its:

David M. Felice. Vice Presiden