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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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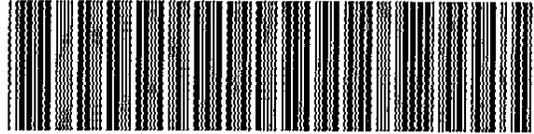
(Business Entity Name)

(Document Number)

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J. BRYAN NOV 20 2003

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WM. A. OUGHTERSON
OF COUNSEL

November 12, 2003

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Division of Corporations
Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

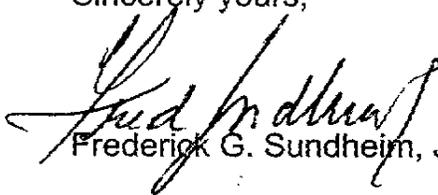
RE: Tuscan Bay Homes, LLC

Dear Sirs:

I have enclosed a check in the amount of \$125.00 to cover your filing fee and obtaining a certified copy of the enclosed Articles of Organization for the above limited liability company.

Once the Articles have been filed, please return the copy to my office marked as filed.

Sincerely yours,


Frederick G. Sundheim, Jr.

FGS:sn
Encls.
M-333B
cc: Mr. Michael Miranda

ARTICLES OF ORGANIZATION
FOR
TUSCANY BAY HOMES, LLC

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TALLAHASSEE, FLORIDA

Article I
Name

The name of the Limited Liability Company is TUSCANY BAY HOMES, LLC.

Article II
Address

The mailing address and street address of the principal office of the Limited Liability Company is 991 Town Terrace, Jensen Beach, Florida 34957.

Article III
Duration

The period of duration for the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist for thirty (30) years from such date unless sooner terminated.

Article IV
Management

The Limited Liability Company is to be managed by the members and the name and address of the managing members are:

Michael Miranda	991 Town Terrace Jensen Beach, FL 34957
Barry Van Wagner	3 Palama Way Stuart, FL 34996

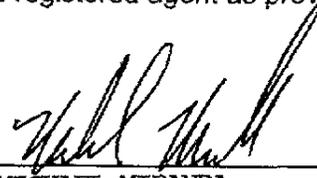
Article V
Registered Agent, Registered Office, and Registered Agent's Signature

The name and the Florida Street address of the registered agent are:

MICHAEL MIRANDA
991 Town Terrace
Jensen Beach, Florida 34957

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 as registered agent as provided for in Chapter 608, Florida Statutes.


MICHAEL MIRANDA

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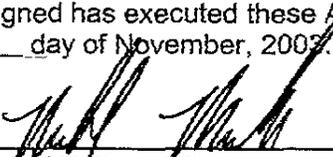
Article VI
Admission of Additional Members

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: The admission of new members shall be solely by majority vote (in interest) by the existing members, or as otherwise provided in the Agreement of Operation or Regulations.

Article VII
Members Rights to Continue Business

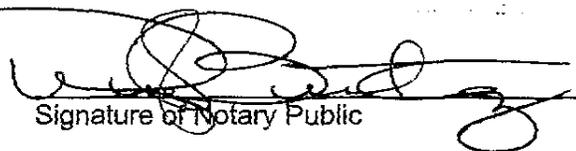
The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability companies shall be by majority vote of the members.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization of Tuscany Bay Homes, LLC, effective this ___ day of November, 2003.


MICHAEL MIRANDA, Member

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 10th day of November, 2003, by MICHAEL MIRANDA.


Signature of Notary Public



Wendy L Bentley
MY COMMISSION # CC970597 EXPIRES
September 26, 2004
BONDED THRU TROY FAIN INSURANCE, INC.

Print, type or stamp commissioned
name of Notary Public

Personally known or produced identification _____.

Type of Identification Produced _____