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LIMITED LIABILITY COMPANY

Lifestyles Realtors, LLC

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**ARTICLES OF ORGANIZATION
OF
LIFESTYLES REALTORS, LLC**

ARTICLE I - NAME

The name of this Limited Liability Company is **LIFESTYLES REALTORS, LLC** (the "Company").

ARTICLE II - ADDRESS

The address of the principal office and mailing address of this Company is 3652 South 3rd Street, #150, Jacksonville Beach, Florida 32250.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Company is 3652 South 3rd Street, #150, Jacksonville Beach, Florida 32250 and the name of its initial registered agent at such address is Michael W. Bugg.

ARTICLE IV - MANAGEMENT OF THE COMPANY

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

ARTICLE V - EFFECTIVE DATE

The existence of the Company shall commence and these Articles of Organization shall become effective upon January 1, 2004.

ARTICLE VI - 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 the acts or omissions of any other member, manager, officer, agent or employee of the Company.

ARTICLE VII - DURATION AND CONTINUATION

The period of duration of the Company shall be perpetual, unless terminated in accordance with the Company's Operating Agreement or by unanimous written agreement of all Members of the Company.

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ARTICLE VIII – ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Operating Agreement of the Company.

ARTICLE IX – MEMBERS RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business of the Company 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 of the limited liability company in the manner set forth in the Operating Agreement of the Company.

ARTICLE X – OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 31st day of December, 2003.

LIFESTYLES REALTORS, LLC

Michael W. Bugg
Authorized Representative

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the below named limited liability company, organized under the laws of the State of Florida, 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:

Lifestyles Realtors, LLC
2. The name and address of the registered agent and office are:

Michael W. Bugg
3652 South 3rd Street, #150
Jacksonville Beach, Florida 32250

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.



Michael W. Bugg
Registered Agent

Date: December 31, 2003