

L04000018729

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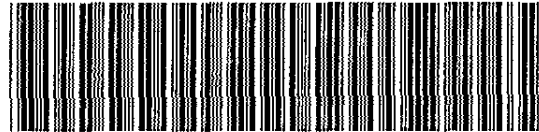
(Business Entity Name)

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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 486947 80778A

AUTHORIZATION : *Patricia P. P.*

COST LIMIT : \$ 155.00

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04 MAR 10 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 10, 2004

ORDER TIME : 2:04 PM

ORDER NO. : 486947-005

CUSTOMER NO: 80778A

CUSTOMER: Ms. Peggy Froom
Boone, Boone, Boone, Koda &
Froom, P.a.
P. O. Box 1596

Venice, FL 34284

DOMESTIC FILING

NAME: VENETIAN BAY, LLC

EFFECTIVE DATE:

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward - EXT. 2935

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION
OF
VENETIAN BAY, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Organization to form a limited liability company (the "Company") under the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

1. **Name.** The name of the Company is VENETIAN BAY, LLC.
2. **Principal Office:** The mailing address and the street address of the principal office of the Company are:

401 Commercial Court, Suite A
Venice, Florida 34292

3. **Registered Agent:** The name of the initial registered agent, and the address of the initial registered office of the Company are:

N. Berry Taylor
401 Commercial Court, Suite A
Venice, Florida 34292

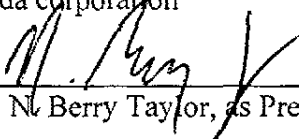
By execution hereof, the undersigned accepts appointment as registered agent of the Company and acknowledges that he is familiar with and accepts the obligations of that position.

4. **Existence:** The existence of the Company shall commence upon filing.
5. **Amendment:** These Articles of Organization may be amended in the manner provided in the Operating Agreement of the Company.
6. **Management:** The Company will be managed by a Manager. The Manager of the Company is N. Berry Taylor.

9th In witness whereof, the undersigned have executed these Articles of Organization this day of March, 2004.

VENETIAN HOMES, INC.,
a Florida corporation

By



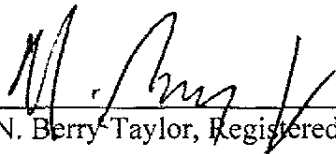
N. Berry Taylor, as President

"Member"



Frank Ray Peacock

"Member"



N. Berry Taylor, Registered Agent