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William C. Andrews 2219 N W 23rd Terrace Gainesville, FL 32605-3839 Tel: (352) 372-3004

April 2, 2004

TRANSMITTAL LETTER

Registration Section Division of Corporations P O Box 6327 Tallahassee, FL 32314

Subject: Lelia Lake Grove, LLC

The enclosed Articles of Organization and fees are submitted for filing. Please return all correspondence concerning this matter to the following:

William C. Andrews 2219 N W 23rd Terrace Gainesville, FI 32605

For further information concerning this matter, please call:

William C. Andrews, (352) 372-3004

Attachments: Articles of Organization
Check for \$125

ARTICLES OF ORGANIZATION FOR LELIA LAKE GROVE, LLC

ARTICLE I: Name: The name of the Limited Liability Company is: Lelia Lake Grove, LLC

ARTICLE II: Address: The mailing address and street address of the principal office fo the Limited Liability Company is:

3335 U S Highway South Sebring, FL 33870

ARTICLE III: Registered Agent, Registered Office, and Registered Agent's Signature: The name and the Florida street address of the registered agent of the Limited Liability Company are:

L. C. Smith, III 3335 U S Highway 27 South Sebring, FL 33870

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 as provided for in Chapter 608, Florida Statutes.

ARTICLE IV: Managing Members: The name and address of each Managing Member is as follows:

<u>Name</u>	Address
William C. Andrews	2219 N W 23 rd Terrace Squaresville, FL 32650-3839
William C. Andrews, Jr.	4572 Thornlea Drive Orlando, FL 32817
Suzanne A. Kilker	5104 Ashcrest Court Tampa, FL 33647

Initial //

, L. C. Smith, III.

3335 U S Highway 27 South Sebring, FL 33870

REQUIRED SIGNATURE:

William C. Andrews