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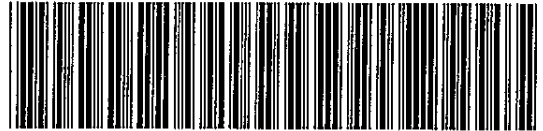
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: HOMES BY ARNOLD, L.L.C.

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

Arnold Pau, Jr.
1010 Dove Tree Street
Naples, Florida 34117

For further information concerning this matter, please call:

Arnold Pau, Jr. at (239) 354-1052

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HOMES BY ARNOLD, L.L.C.
A FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I

NAME

The name of the Limited Liability Company is Homes By Arnold, L.L.C.

ARTICLE II

The mailing address of the Limited Liability Company is:

1010 Dove Tree Street
Naples, Florida 34117

The principle office address of the Limited Liability Company is:

1010 Dove Tree Street
Naples, Florida 34117

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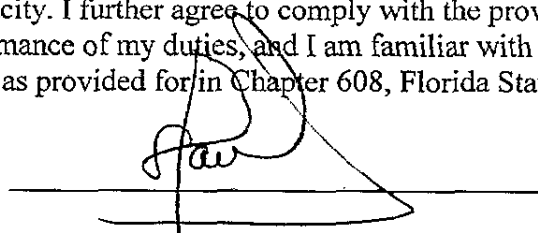
ARTICLE III

REGISTERED AGENT, REGISTERED OFFICE, & REGISTERED AGENT'S SIGNATURE

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

Arnold Pau, Jr.
5341 Tamarind Ridge Drive
Naples, Florida 34119

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.


Arnold Pau, Jr.

ARTICLE IV

MANAGER(S) OR MANAGING MEMBER(S)

Name & Address

Title

Arnold Pau, Jr.
5341 Tamarind Ridge Drive
Naples, Florida 34119

MGMBR

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Signature

Arnold Pau, Jr.

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TALLAHASSEE, FLORIDA

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