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Page 1 of 1

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**LIMITED LIABILITY COMPANY**

**ACTION PROPERTIES, LLC**

Certificate of Status	0
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Page Count	03
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p. 2

05/17/2004 10:38 FAX 3523437759

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**ARTICLES OF ORGANIZATION  
OF  
ACTION PROPERTIES, LLC**

The undersigned hereby executes and acknowledges these Articles of Organization for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

**ARTICLE I  
Name and Principal Office**

The name of this limited liability company is **ACTION PROPERTIES, LLC** and its principal office and mailing address is located at **718 Cimarron Avenue, The Villages, FL 32159**.

**ARTICLE II  
Duration**

The existence of this limited liability company shall be perpetual, commencing upon the filing of the Articles of Organization by the Florida Department of State.

**ARTICLE III  
Purpose**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
Membership**

The member(s) of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of

H. John Feldman, Esquire  
Cauthen & Feldman, P.A.  
Attorneys at Law  
215 North Jeannet Avenue  
Tavares, FL 32778  
(352)343-2225  
Florida Bar #0382965  
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P.3

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this limited company unless the transfer or assignment is approved by the unanimous consent of the member(s) not proposing to transfer or assign their interests.

#### ARTICLE V Management

This organization is to be managed by a manager or managers elected by a majority interest of its members. The initial manager(s), who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and qualified, shall be: **ROBERT H. CRUIKSHANK.**

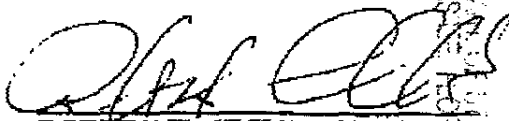
#### ARTICLE VI Amendment of Articles of Organization

These Articles of Organization and the Company's Regulations may be amended at any time by the members.

#### ARTICLE VII Initial Registered Office and Agent

The street address of this limited liability company's initial registered office is 712 Cimarron Avenue, The Villages, FL 32159 and the name of this limited liability company's initial registered agent is **ROBERT H. CRUIKSHANK.**

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of this limited liability Company this 17 day of MAY 2004.

  
**ROBERT H. CRUIKSHANK,  
TRUSTEE OF THE ROBERT H.  
CRUIKSHANK RESTATED TRUST  
dated November 17, 2003**

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P. 4

003/003

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### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

ROBERT H. CRUKSHANK, having been named as registered agent to accept service of process for ACTION PROPERTIES, LLC, a Florida limited liability company, at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered Office: 718 Cimarron Avenue, The Villages, FL 32159.

The undersigned is familiar with and accepts the duties and obligations of the position of registered agent.

DATED this 17 day of MAY, 2004.

  
ROBERT H. CRUKSHANK

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