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(City/State/Zip/Phone #)

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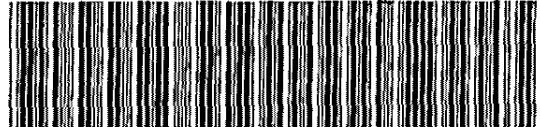
\_\_\_\_\_  
(Business Entity Name)

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(Document Number)

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SEBASTIAN COUNTY  
TALLAHASSEE, FLORIDA

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**RENFROW & CHADWICK**

Attorneys at Law

Robert P. Renfrow  
James M. Chadwick

11300 Fourth Street North  
Suite 20  
St. Petersburg, FL 33716-294  
Phone: (727) 576-004  
Fax: (727) 579-014

May 26, 2004

Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Attn: New Filings Sections

Dear Sir/Madam:

Enclosed please find original and one copy of Articles of Organization for ten limited liability companies. A check for \$1,250 is enclosed to cover the \$125.00 filing fee for each entity.

I can be reached at (727) 576-0047, if you have any questions. Thank you for your assistance in this matter.

Sincerely,



Judy L. Pennala  
Certified Legal Assistant

Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
C2FS-THREE LLC**

The undersigned, acting as the organizer of a limited liability company to be formed under the Florida Limited Liability Company Act, as amended (the "Act"), hereby forms a Florida limited liability company (this "Company") pursuant to the Act and hereby sets forth the following Articles of Organization (these "Articles"):

**ARTICLE I**

Name

The name of this Company shall be: C2FS-THREE LLC.

**ARTICLE II**

Place of Business

The principal place of business and mailing address of this Company shall be 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716, and such other place or places as may be designated by the manager from time to time.

**ARTICLE III**

Registered Agent and Office

The initial registered agent for this Company shall be James M. Chadwick, Esq., Bonfrow & Chadwick, 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IV**

Purpose

The purpose of the Company shall be to acquire, hold, sell, exchange, manage, develop and invest in real estate, and to transact any other business or carry on and perform any other activity for which a limited liability company may be formed under the laws of the State of Florida.

The undersigned has executed these Articles of Organization this 4<sup>th</sup> day of May 2004.

C2FS DEVELOPMENT CORPORATION d/b/a  
BALLAST POINT HOMES, Managing Member

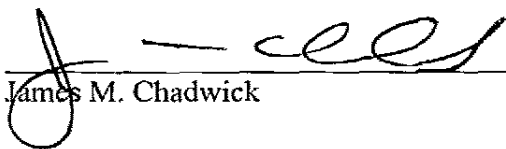
By: \_\_\_\_\_

James M. Chadwick, President

**ACCEPTANCE OF  
REGISTERED AGENT OF  
C2FS-THREE LLC**

Having been named Registered Agent and designated to accept service of process for the above-stated limited liability Company, at 11300 Fourth Street North, Suite 200, St. Petersburg, FL 33716, I hereby accept appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative 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, F.S.

Dated: 5/19/04

  
James M. Chadwick

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