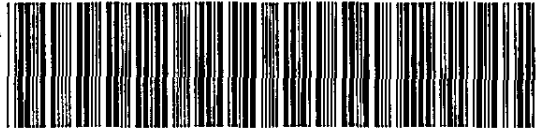


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SECRETARY OF STATE

(Requestor's Name)



600037930506

(Address)

(Address)

(City/State/Zip/Phone #)

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June 16, 2004

Florida Secretary of State
Division of Corporations
Bureau of Corporate Records
409 East Gaines Street
Tallahassee, FL 32399

Re: Westpoint Villas, L.L.C.

Dear Sir/Madam:

Please find enclosed the following documents relating to the above-referenced limited liability company:

1. Original Articles of Organization submitted for filing;
2. A check in the amount of \$155.00; and
3. One photocopy of the executed Articles of Organization.

Kindly file the enclosed documents as soon as possible and return to us one certified copy of the Articles of Organization. If you have any questions regarding the enclosed, please call me immediately.

We appreciate your assistance.

Very truly yours,



C. Yanki Sokmensuer

CYS:nes
Enclosures

**ARTICLES OF ORGANIZATION
OF
WESTPOINT VILLAS, L.L.C.,
a Florida Limited Liability Company**

FILED
2021 JUL 17 P 1:33
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE NINTH JUDICIAL CIRCUIT
IN FLORIDA

**ARTICLE I
NAME**

The name of this Limited Liability Company (this "Company") shall be **WESTPOINT VILLAS, L.L.C.**, and its principal place of business and mailing address shall be 2940 Sunbittern Court, Windermere, FL 34786.

**ARTICLE II
COMMENCE OF CORPORATE EXISTENCE**

This Company shall exist for a period of fifty (50) years, commencing upon the date of filing of these Articles of Organization with the State of Florida, Secretary of State, unless sooner dissolved according to law.

**ARTICLE III
GENERAL PURPOSE; GENERAL POWERS**

The general purpose of this Company shall be the transaction of any and all lawful business. This Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law.

**ARTICLE IV
CONTRIBUTIONS TO CAPITAL**

The initial capital of the Company shall be One Hundred and no/100 Dollars (\$100.00), which shall be contributed by the members (the "Members") in accordance with their ownership interests in the Company, which are as follows:

<u>Member</u>	<u>Ownership Interest</u>
Frank Iudice	80%
Andrea P. Iudice	20%

No Member shall be entitled to receive interest on his or her contribution to capital. Each Member's contribution to capital shall be in cash or property as agreed upon by the Members. Additional contributions to capital by the Members may be required pursuant to acts of the Board of Managers.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The initial registered office of this Company shall be located at 2940 Sunbittern Court, Windermere, FL 34786, Attn: Frank Iudice, and the registered agent of this Company, at that address, shall be Frank Iudice. The Company may change its registered agent or the location of its registered office, or both, from time to time, without amendment of these Articles of Organization.

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ARTICLE VI
MANAGEMENT/INITIAL BOARD OF MANAGERS

The management of conduct of the business affairs of the Company shall be vested in a Board of Managers as provided in the Operating Agreement of the Company. This Company shall have two (2) Managers initially. The number of Managers may be either increased or decreased, from time to time, by the Operating Agreement of the Company. The name and street address of the initial Managers of this Company, who shall serve as Managers until the first annual meeting of the Members, or until his/her successor is elected and shall qualify, is:

FRANK IUDICE
ANDREA P. IUDICE

ARTICLE VII
REGULATIONS

The power to adopt, alter, amend, or repeal the Operating Agreement of the Company shall be on such terms and conditions as determined by Members holding 80% of the outstanding Membership Units.

ARTICLE VIII
ADMISSION OF NEW MEMBERS

Additional Members may be admitted, from time to time, on such terms and conditions as determined by by Members holding 80% of the outstanding Membership Units.

ARTICLE IX
DEATH, RETIREMENT, RESIGNATION, BANKRUPTCY,
EXPULSION, OR DISSOLUTION
OF MEMBER

In the event of the death, retirement, resignation, bankruptcy, expulsion, or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Members shall continue the business of the Company pursuant to the applicable provisions of law, these Articles of Organization and the Operating Agreement.

ARTICLE X
AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendments thereto, and any right conferred upon the Members is subject to this reservation.

ARTICLE XI
HEADINGS AND CAPTIONS

The headings or captions of the various Articles of Organization are inserted for convenience, and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of said headings or captions.

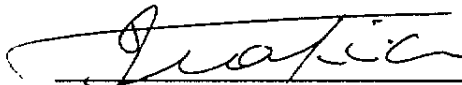
ARTICLE XII
MANAGER-MANAGED

WESTPOINT VILLAS, L.L.C. is a manager-managed company; the names and addresses of the Managers are:

Frank Iudice
2940 Sunbittern Court
Windermere, FL 34786

Andrea P. Iudice
2940 Sunbittern Court
Windermere, FL 34786

IN WITNESS WHEREOF, the undersigned makes and files these Articles of Organization, declaring and certifying that the facts stated herein are true and correct, and hereby subscribes thereto and hereunto sets his/her hand and seal this 15th day of June, 2004.



Frank Iudice, as a Manager/Member

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of June, 2004, by Frank Iudice, who is personally known to me or who produced the following identification:



G Yanki Sokmensuer
My Commission DD220303
Expires June 08, 2007



Notary Public

G. Yanki Sokmensuer

Printed Name

My Commission Expires:

Serial Number

**CERTIFICATE OF DESIGNATION
of
REGISTERED AGENT/REGISTERED OFFICE**

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2004 JUN 17 P 1:33

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

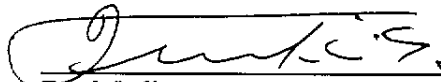
1. The name of the Limited Liability Company is:

WESTPOINT VILLAS, L.L.C.

2. The name and address of the Registered Agent and Registered Office is:

Frank Iudice
2940 Sunbittern Court
Windermere, FL 34786

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 duties and I am familiar with and accept the designation of my position as registered agent.



Frank Iudice

June 15, 2004