

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L04000052752
FILED 8:00 AM
July 14, 2004
Sec. Of State
tbrumbley

Article I

The name of the Limited Liability Company is:

RIVERWALK TOWNHOMES, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

2519 MCMULLEN BOOTH RD.
SUITE 510-270
CLEARWATER, FL. 33761

The mailing address of the Limited Liability Company is:

2519 MCMULLEN BOOTH RD.
SUITE 510-270
CLEARWATER, FL. 33761

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

PLANTATIONS OF BELLEAIR, LLC
2519 MCMULLEN BOOTH RD.
SUITE 510-270
CLEARWATER, FL. 33761

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.

Registered Agent Signature: RICHARD S. TRUESDALE

Article V

The name and address of managing members/managers are:

Title: MGRM
RICHARD S TRUESDALE
2519 MCMULLEN BOOTH RD., SUITE 510-270
CLEARWATER, FL. 33761

Title: MGRM
MARTIN G MERRIAM
2519 MCMULLEN BOOTH RD., SUITE 510-270
CLEARWATER, FL. 33761

Signature of member or an authorized representative of a member

Signature: RICHARD S. TRUESDALE

L04000052752
FILED 8:00 AM
July 14, 2004
Sec. Of State
tbrumbley