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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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INFANTINO AND BERMAN

ATTORNEYS AT LAW

Suite 7
180 South Knowles Avenue
Winter Park, Florida
32789
Tel (407) 644-4673
Fax (407) 644-4128

Jed Berman
Thomas V. Infantino
Patrick A. Raley

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Mailing Address:
P. O. Drawer 30
Winter Park, Florida
32790-0030

July 16, 2004

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

Re: Articles of Organization of Provident Land Group, LLC

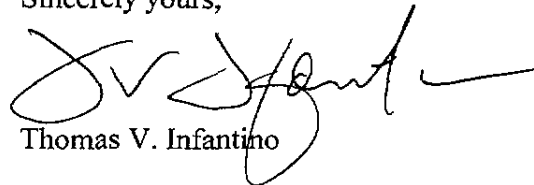
Gentlemen:

Enclosed are the following:

1. Original and one copy of Articles of Organization
2. Check in the amount of \$160.00 for:
 - a. Filing Articles of Organization \$100.00
 - b. Registered Agent Fee 25.00
 - c. Certificate of Status 5.00
 - d. Certified copy of Articles of Organization 30.00

Please file the Articles of Organization and return the Certificate of Status and certified copy to me in the enclosed envelope.

Sincerely yours,



Thomas V. Infantino

TVI:jb
Enclosures

**ARTICLES OF ORGANIZATION
OF
PROVIDENT LAND GROUP, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the Florida Limited Liability Company Act, does hereby make, acknowledge, and file the following Articles of Organization:

ARTICLE I

The name of the Limited Liability Company is:

PROVIDENT LAND GROUP, LLC

ARTICLE II

The mailing address and the street address of the principal office of the company is:

c/o Edgar J. McDougall, 210 Adams Drive, Maitland, FL 32751

ARTICLE III

The company shall commence its existence on the date that these Articles of Organization are filed with the Florida Department of State. The company shall have perpetual existence, unless terminated as provided in Article IV hereof.

ARTICLE IV

The company shall be dissolved upon the unanimous agreement of all members. The company shall also be dissolved by the death, insanity, bankruptcy, retirement, resignation, expulsion, or dissolution of any member; notwithstanding, upon such death, insanity, bankruptcy, retirement, resignation, expulsion, or dissolution of any member, the other members then holding not less than a majority of the remaining percentage shares of interest of the company may consent to the continuance of the company's business.

ARTICLE V

No additional members may be admitted to the company except upon the unanimous written approval of the members, and upon such terms and conditions, including whether such additional member shall have management authority, as shall be established by members of the company holding not less than a majority of the percentage shares of interest in the company.

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ARTICLE VI

The company is a manager managed company and shall be managed by one manager, whose name and address is:

Edgar J. McDougall
210 Adams Drive
Maitland, FL 32751

ARTICLE VII

The members of the company may enter into a membership and operating agreement to provide regulations for the affairs of the company, and other matters concerning the relative rights and obligations of the members; provided, however, that said operating agreement may not contravene these articles or the Florida Limited Liability Company Act.

ARTICLE VIII

A certificate of designation of registered agent/registered office for the company is attached hereto as Exhibit "A."

IN WITNESS WHEREOF the undersigned member of the company has executed these articles this 15th day of July, 2004.


Edgar J. McDougall, Authorized Person

EXHIBIT "A"

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

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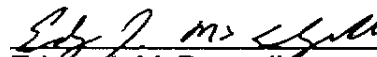
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES,
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT
IN THE STATE OF FLORIDA.

1. The name of the limited liability company is PROVIDENT LAND GROUP, LLC
2. The name and the Florida street address of the registered agent is:

Edgar J. McDougall
210 Adams Drive
Maitland, FL 32751

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.


Edgar J. McDougall