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To:

Division of Corporations  
Fax Number : (850) 205-0383

From:

Account Name : DANIEL HICKS, F.A.  
Account Number : 075061003325  
Phone : (352) 351-3353  
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DIVISION OF CORPORATION

**LIMITED LIABILITY COMPANY**

**A and C, LLC**

Certificate of Status	0
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Estimated Charge	\$125.00

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ARTICLES OF ORGANIZATION  
OF  
A and C, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I  
NAME

The name of the limited liability company shall be A and C, LLC ("Company"). The principal place of business of the Company in Florida shall be 5802 Cherry Road, Ocala, Florida 34472.

ARTICLE II

The company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is either dissolved as provided in these Articles of Organization or the laws of the State of Florida.

ARTICLE III  
PURPOSES AND POWERS

The general purpose for which the Company is organized is to conduct the business or residential, commercial, to manage other business entities, to acquire, own, develop and manage commercial real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV  
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Daniel Hicks, 421 South Pine Avenue, Ocala, Florida 34474.

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#### ARTICLE V CAPITAL CONTRIBUTIONS

The Members of the Company shall contribute to the capital of the Company the cash or property set forth as follows:

	<u>NAME</u>	<u>CAPITAL CONTRIBUTION/%</u>	<u>Total Membership Units</u>	<u>100</u>
1.	A-Plus Homes, Inc.	\$ 1,000.00	50%	50 Units
2.	Clark Properties, LLC	\$ 1,000.00	50%	50 Units

#### ARTICLE VI ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company as such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon the unanimous consent of all members.

#### ARTICLE VII ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)

No additional Members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and upon such terms and conditions as shall be determined by all the Members. A Member may transfer his or her interest in the Company as set forth in the regulations of the Company, but transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member unless all the other Members of the Company other than the Member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

#### ARTICLE VIII TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)

The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or Manager, or upon the occurrence of any other event that terminates the continued membership of a Member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining Members, provided there are at least two (2) remaining Members.

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ARTICLE IX  
MANAGEMENT (MANAGEMENT BY MANAGERS)

The Company shall be managed by a Manager or Managers in accordance with regulations adopted by the Members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The Company shall have one (1) manager. Any Manager may sign any and all documents on behalf of the Company. The names and addresses of the Initial Managers of the Company are:

<u>NAME</u>	<u>ADDRESS</u>
Fred C. Armstrong	5802 Cherry Road Ocala, Florida 34472
Jack A. Clark	421 South Pine Avenue Ocala, Florida 34471

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Ocala, Florida, for the foregoing uses and purposes this 9<sup>th</sup> day of August, 2004.

  
\_\_\_\_\_  
Daniel Hicks, incorporator

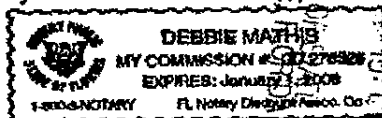
STATE OF FLORIDA  
COUNTY OF MARION

Before me, personally appeared, Daniel Hicks, to me well known and known to me to be the person described in and who executed the foregoing Articles of Organization and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me or has produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal this 9<sup>th</sup> day of August, 2004

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ACCEPTANCE OF REGISTERED AGENT

I, the undersigned person, having been named as registered agent and to accept services of process for the above -stated limited liability company at the place designated in this statement, 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 obligation of my position as registered agent.

Dated this 9<sup>th</sup> day of August, 2004.

  
\_\_\_\_\_  
Daniel Hicks

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