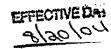
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G. Michael Mackenzie, P.A.

August 18, 2004

Department of State Division of Corporations - Corporate Filings 409 E. Gaines St. Tallahassee, Florida 32399

RE: ARTICLES OF ORGANIZATION FOR LEHIGH-VENICE II, LLC

Dear Sir or Madame:

Please find enclosed the original and a copy of the Articles of Organization for Lehigh-Venice II, LLC Also enclosed is a check in the amount of \$125.00 for the filing fee.

Please contact me at (727) 733-1722 with any questions at all.

Sincerety,

∕Leslie Lucchési Enclosures/ll

 Michael Mackenzie, Attorney and Counselor at Law
 Board Certified Real Estate Lawyer ∘ Mortgage Law ∘ Corporate & Business Law ∘ Estate Planning 1027 Broadway, Dunedin, FL 34698 ∘ PH: (727) 733-1722 ∘ FX: (727) 733-1717 ∘ mike@mike-mackenzie.com ∘ w³.mike-mackenzie.com

ARTICLES OF ORGANIZATION OF LEHIGH-VENICE II, LLC

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

ARTICLE I -- NAME

The name of the limited liability company shall be **LEHIGH-VENICE II**, **LLC**. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is: 1027 Broadway, Dunedin, Florida 34698.

ARTICLE III -- DURATION

The company shall commence its existence on August 20, 2004. The company's existence shall be perpetual, unless the company is dissolved as provided in these articles, of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

G. Michael Mackenzie 1027 Broadway Dunedin, FL 34698

ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall beadmitted to the company except with the unanimous written consent of all the members of the company and on 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 the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless 100% of all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the unanimous vote of all the remaining members.

ARTICLE VII -- MANAGEMENT

The company shall be managed by a manager 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 name and address of the initial manager of the company is:

THOMAS L. HEIRONIMUS 633 Poinsettia Rd. Belleair, Florida 33756

IN WITN	ESS WHEREOF, the unders	signed organizers have made and subs , Florida, on August / , 2004.	scribed
	r organization at oldan water	, 1 10.11.2, 0.11.11.2, 0.11.11.2	••••
		THOMAS L. HEIRONIMUS	
		G. MICHAEL MACKENZIE	
		THE	الراء
L. HEIRONIMU	S and G. MICHAEL MACKE	this [X] day of August, 2004, by THC NZIE, who are both personally know)MAS <u>i to</u> me
or who produce	ed	as identification.	~
(Seal)	Lestie Lucchesi My Commission DD170995 Expires December 11, 2006	Netary Public, State of Florida (Name)	
		My commission expires:	

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I HEREBY acknowledge that I am familiar with and accept the obligations of Registered Agent, to accept service of process for the Florida Limited Liability Company LEHIGH-VENICE II, LLC.

THOMAS L. HEIRONIMUS

NOTARY PUBLIC

My Commission Expires:

STATE OF FLORIDA COUNTY OF PINELLAS

I HEREBY CERTIFY that on this 13 day of August, 2004, personally appeared **THOMAS L. HEIRONIMUS**, who is personally known to me or who produced a Florida drivers license as identification.



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