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DIVISION OF CORPORATIONS

LIMITED LIABILITY COMPANY

Acorn Properties - Palm Coast, L.L.C.

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

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W4-69858
9/24/2004

**ARTICLES OF ORGANIZATION
OF
ACORN PROPERTIES - PALM COAST, L.L.C.**

The undersigned acting as organizer of ACORN PROPERTIES - PALM COAST, L.L.C., under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

**ARTICLE I
NAME**

The name of the limited liability company shall be ACORN PROPERTIES - PALM COAST, L.L.C., (the "L.L.C.").

**ARTICLE II
DURATION**

This L.L.C. shall exist perpetually, unless dissolved according to law or as set forth in the L.L.C.'s Operating Agreement.

**ARTICLE III
PURPOSE**

The L.L.C. is organized pursuant to the Florida Limited Liability Company Act for the purpose of conducting any lawful activity in Florida, with the powers described in the Florida Limited Liability Company Act and as set forth in the L.L.C.'s Operating Agreement.

**ARTICLE IV
BUSINESS ADDRESS/MAILING ADDRESS**

The address of the place of business in this State of the L.L.C. shall be 5847 Whisperwood Court, Naples, Florida 34110. The mailing address of the L.L.C. shall be 5847 Whisperwood Court, Naples, Florida 34110.

Prepared by:
Kent A. Skriwan, Esq.
801 Laurel Oak Drive, Ste. 705
Naples, Florida 34108
(239) 597-4500
Bar #0893552

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CLERK OF DISTRICT COURT
NAPLES, FLORIDA
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ARTICLE V
REGISTERED AGENT

The name and address of the L.L.C.'s initial registered agent and registered office is Kent A. Skrivan, Esq., Law Offices of Kent A. Skrivan, PLLC, 801 Laurel Oak Drive, Suite 705, Naples, Florida 34108.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the L.L.C. upon the consent of and approval of the manager and then only upon the condition that a new member be bound by and become a party to the Operating Agreement of the L.L.C.

ARTICLE VII
DISSOLUTION, CONTINUATION

The members shall have the right to continue the L.L.C. upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the L.L.C. as provided in the Operating Agreement.

ARTICLE VIII
MANAGEMENT

The L.L.C. is to be managed by a Manager or Managers. The name and address of the initial Managers of the L.L.C. who shall serve as Managers until their successors are elected and qualified are:

Don R. Vehlhaber
5847 Whisperwood Ct.
Naples, Florida 34110

Kathleen K. Vehlhaber
5847 Whisperwood Ct.
Naples, Florida 34110

A manager may be removed and replaced by the members, as provided in the Operating Agreement of the L.L.C. Managers shall hold the offices and have the responsibilities accorded to them as set out in the Operating Agreement of the L.L.C.

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PALM BEACH COUNTY
FLORIDA

ARTICLE IX
ADDITIONAL PROVISIONS

(a) Members of the L.L.C. shall be entitled to vote on matters relating to the L.L.C. as set forth in the Operating Agreement of the L.L.C.

(b) The effective date of this limited liability company shall be upon filing.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 19 day of August, 2004.

By: 
Don R. Vehlhaber, Member

By: 
Kathleen K. Vehlhaber, Member

In accordance with Section 608.408C3), Florida Statutes the execution of this document constitutes an affirmation under penalties of perjury that the facts stated herein are true.

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CLERK OF COURT
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Don R. Vehlhaber, to me known to be the person described in and who executed the foregoing Articles of Organization of ACORN PROPERTIES - PALM COAST, L.L.C. Don R. Vehlhaber is X personally known to me or has produced _____ as identification.

16 WITNESS my hand and official seal in the County and State named above, this day of August, 2004.



Kent A. Skiven
My Commission DD145829
Expires September 07, 2006

Kent A. Skiven
Notary Public
My Commission Expires:

STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Kathleen K. Vehlhaber, to me known to be the person described in and who executed the foregoing Articles of Organization of ACORN PROPERTIES - PALM COAST, L.L.C. Kathleen K. Vehlhaber is X personally known to me or has produced _____ as identification.

16 WITNESS my hand and official seal in the County and State named above, this day of August, 2004.



Kent A. Skiven
My Commission DD145829
Expires September 07, 2006

Kent A. Skiven
Notary Public
My Commission Expires:

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

In compliance with Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered agent/registered office, in the State of Florida:

1. The name of the Limited Liability Company is ACORN PROPERTIES - PALM COAST, L.L.C.

2. The name and address of the registered agent and registered office is:

Kent A. Skrivan, Esq.
The Law Offices of Kent A. Skrivan, PLLC
801 Laurel Oak Drive, Suite 801
Naples, Florida 34108
(239) 597-4500

By: 
Don R. Vehhaber, Organizer

By: 
Kathleen K. Vehhaber, Organizer

ACCEPTANCE:

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 relative to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.


Kent A. Skrivan

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SEP 24 2004
CLERK OF STATE
TALLAHASSEE, FLORIDA

SEP 24 2004