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(Business Entity Name)

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Special Instructions to Filing Officer:

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Examiner DCC

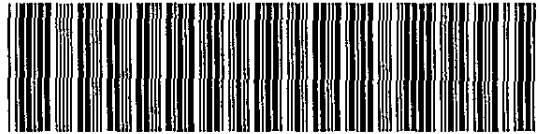
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10/29/04--01045--016 **160.00

FILED
2004 OCT 29 A 11:31
CLERK OF COURT
TULSA COUNTY, OKLA.

Hardesty II, LLC
515 Jordan Avenue
Ventura, California 93001
805/432-0446

October 20, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Hardesty II, LLC

To Whom It May Concern:

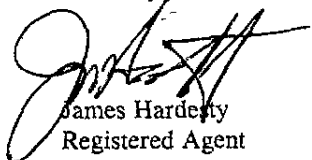
Enclosed please find the Articles of Organization for Hardesty II, LLC. Also enclosed is a check for \$160.00 to cover the following costs:

\$100.00 Filing fee for Articles of Organization
\$ 25.00 Designation for Registered Agent
\$ 30.00 Certified Copy
\$ 5.00 Fee for Certificate of Status.

Also enclosed is a priority stamped envelope. Please return a stamped copy of Articles of Organization and Certificate of Status to the following:

James Hardesty
C/o Boese
1212 S.E. 6th Terrace, #84
Cape Coral, Florida 33990

Sincerely,


James Hardesty
Registered Agent

JH:fgb
enclosures

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
FOR
FLORIDA LIMITED LIABILITY COMPANY**

Article I: Name and Purpose

The name of the Limited Liability Company is HARDESTY II, LLC. The purpose of the Limited Liability Company is the purchase, development and sale of the property known as Lot 106 on Shadow Glen, Colonial Country Club. The exact address of the property is 9096 Shadow Glen Way, Fort Myers, Florida, 33913.

Article II: Address

The mailing address and street address of the principal office of the Limited Liability Corporation is :

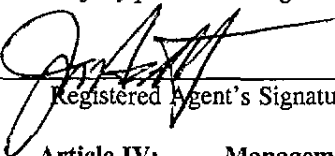
515 Jordan Avenue
Ventura, California 93001

Article III: Registered Agent

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

James Hardesty
c/o Boese
1212 S.E. 6th Terrace, #84
Cape Coral, Florida 33990

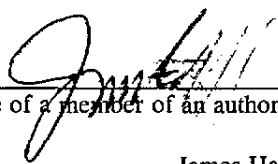
Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in this proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Registered Agent's Signature

Article IV: Management

The Limited Liability Company is to be managed by the members.



Signature of a member of an authorized representative of a member

James Hardesty
Typed Name of Signee

10/24/01

Date

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SECRETARY OF STATE