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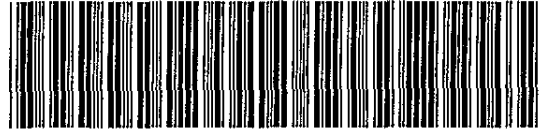
(Business Entity Name)

(Document Number)

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LAW OFFICES
**McCLELLAND, JONES, LYONS &
LACEY, L.C.**

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HARRY A. JONES
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TEL 321-984-2700
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December 13, 2004

Writer's e-mail:
cmcclelland1@bellsouth.net

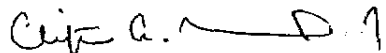
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: HB Designs, LLC
And – Holiday Builders Construction of Florida, LLC

Dear Sir:

Enclosed are the original and one copy of the Articles of Organization and Registered Agent Certificates of the subject limited liability companies along with a check in the amount of \$250.00. Please file the Articles and return a copy to the undersigned. If you have any questions about this matter, please contact me.

Respectfully,



Clifton A. McClelland, Jr.

CAM/tah
Enclosures

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
HB DESIGNS, LLC**

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be HB DESIGNS, LLC, and its principal office shall be located at 2293 West Eau Gallie Boulevard, Melbourne, Florida 32935, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association,

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JULIA ASCEC
MELBOURNE, FLORIDA

partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III

PERIOD OF DURATION

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

ARTICLE IV

CAPITAL CONTRIBUTIONS

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

ARTICLE V

MEMBERS

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

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ARTICLE VI
CONTINUITY OF BUSINESS

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminated the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

ARTICLE VII
MANAGEMENT

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and Section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

Management of this limited liability company is reserved to its member, whose name and address is as follows:

Holiday Builders Holding, Inc.
2293 West Eau Gallie Boulevard
Melbourne, FL 32935

ARTICLE VIII
MEMBERSHIP RESTRICTIONS

A member shall have the right to admit new members by consent of a majority-in-interest of the members.

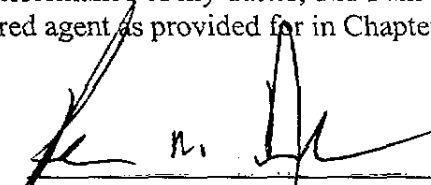
ARTICLE IX
REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE

The address of the initial registered office of the limited liability company is 2293 West Eau Gallie Boulevard, Melbourne, Florida 32935, and the name of the company's initial registered agent at that address is Richard W. Hawkes.

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

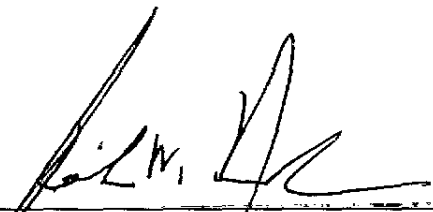
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of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.


Richard W. Hawkes, Registered Agent

Executed at Melbourne, Florida, on Dec 13, 2004 2004.

HB DESIGNS, LLC, a Florida limited liability company

By: 
HOLIDAY BUILDERS HOLDING, INC., Member
Richard W. Hawkes, President

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me on the 13th day of December, 2004, by Richard W. Hawkes, in his capacity as President of HOLIDAY BUILDERS HOLDING, INC., as Member of HB DESIGNS, LLC, who is personally known to me or produced as identification.

Rita Holder
Notary Public – State of Florida

