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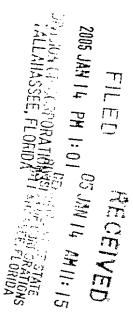
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DITABLE OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

HERITAGE CREEK, L.L.C.

ARTICLE I.

PREAMBLE; FORMATION

The undersigned do hereby form a Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, titled as the "Florida Limited Liability Company Act," as hereinafter set forth.

ARTICLE II.

NAME; PLACE OF BUSINESS; AND REGISTERED AGENT

- 2.1 Name. The name of this Limited Liability Company shall be HERITAGE CREEK, L.L.C.
- 2.2 <u>Place of Business</u>. The principal place of business and the mailing address of the Limited Liability Company shall be 250-D Center Court, Venice, Florida 34285.
- 2.3 <u>Registered Agent.</u> The initial registered agent of the Limited Liability Company shall be JEFFREY O. GATES, whose address is 250-D Center Court, Venice, Florida 34285.

ARTICLE III.

PERIOD OF DURATION

This Limited Liability Company is to exist perpetual

ARTICLE IV.

MANAGEMENT

The Company is to be managed entirely by the Members and the names and addresses of the three managing Members who shall serve until the first annual meeting of Members or until his successor is duly elected and qualified are:

MICHAEL K. GREIG 522 Eden Drive Englewood, FL 34223 Venice, FL 34285

JEFFREY O. GATES 250-D Center Court

DONALD C. FEE 2212 6th Street Sarasota, FL 34237

ARTICLE V.

NOTICE TO MEMBERS

All notices to the Members pursuant to these Articles shall be in writing and shall be deemed effective when given by personal delivery or by certified mail, return receipt requested.

ARTICLE VI.

<u>AMENDMENTS</u>

These Articles may be amended at any time and from time to time by vote by unanimous agreement of the Members, and such amendments shall be filed with the Department of State.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this _____ day of December, 2004.

MICHAEL K. GREIC

JEREBLY OF GATES

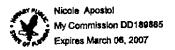
DONALD C. FEE

STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a duly authorized Notary Public, personally appeared MICHAEL K. GREIG, to me known to be the person described as subscriber herein, who is personally known to me, who executed the foregoing, and he acknowledged before me that he subscribed to the said Articles of Organization.

WITNESS my hand and official seal in the State and County aforesaid, this _____ day of ______, 2005.

Nicole Houstol
(Typed, printed or stamped name of Notary Public)

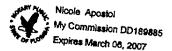


STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, at daly authorized Notary Public, personally appeared JEFFREY O. CATES, to me known to be the person described as subscriber herein, who is personally known to me, who executed the foregoing, and he acknowledged before me that he subscribed to the said Articles of Organization.

WITNESS my hand and official seal in the State and County aforesaid, this ____ day of _______, 2005.

(Typed, printed or stamped name of Notary Public)

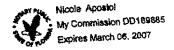


STATE OF FLORIDA COUNTY OF SARASOTA

I HEREBY CERTIFY that on this day, before me, a duly authorized Notary Public, personally appeared DONALD C. FEE, to me known to be the person described as subscriber herein, who is personally known to me, who executed the foregoing, and he acknowledged before me that he subscribed to the said Articles of Organization.

WITNESS my hand and official seal in the State and County aforesaid, this ____ day of _____, 2005.

(Typed, printed or stamped name of Notary Public)



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, 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 HERITAGE CREEK, L.L.C.
- 2. The name and address of the registered agent and office is JEFFREY O. GATES, 250-D Center Court, Venice, Florida 34285.

Dated: 1-7-05

Dated: 1-7-05

Dated: /-7-05

MICHAEL K. GRENG

AFRAY D. GATES

DONALD C. FEF

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 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.

Dated: 1/1/05

HEFREY O. GATES

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