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Jan 18 2005 12:18PM Fisher, Butts, Sechrest & Warner, P.A. 352-392-1001
Division of Corporations 1 of 1

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Account Name : FISHER, BUTTS, SECHREST & WARNER, P.A.
Account Number : I20020000102
Phone : (352) 373-5922
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Brookstone Hills, LLC

Certificate of Status	1
Certified Copy	1
Page Count	04
Estimated Charge	\$160.00

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ARTICLES OF ORGANIZATION

OF

BROOKSTONE HILLS, LLC

ARTICLE I. COMPANY NAME.

The name of the Company is **Brookstone Hills, LLC.**

ARTICLE II. PERIOD OF DURATION.

The Company's period of duration is perpetual.

ARTICLE III. PURPOSE OF ORGANIZATION.

The purpose of organizing the Company is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV. ADDRESS OF PRINCIPAL OFFICE.

The street address and mailing address of the principal office of this Company is:

13418 N.W. Highway 225
Reddick, Florida 32686

ARTICLE V. MANAGING MEMBER.

The name and street address of the Managing Member of this Company is:

Bruce M. Davidson
13418 N.W. Highway 225
Reddick, Florida 32686

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ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The name and address of the Registered Agent of this Company is:

Robert P. Butts, Esq.
FISHER, BUTTS, SECHREST & WARNER, P.A.
5203 S.W. 91st Terrace, Suite D
Gainesville, Florida 32608

The Members may, at their discretion, move the Registered Office to any other address in the State of Florida.

ARTICLE VII. RESTRICTIONS ON TRANSFER OF MEMBERSHIP INTEREST.

All Members' interests in the Company are subject to certain restrictions that are incorporated into the Company's Operating Agreement, a copy of which is available at the Company's principal office.

ARTICLE VIII. INDEMNIFICATION.

The Company agrees to indemnify any Member, or any former Member, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned member has executed the foregoing Articles of Organization this ~~18th~~^{14th} day of January, 2005.


Bruce M. Davidson, Managing Member

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STATE OF FLORIDA

COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 18th day of January, 2005, by **Bruce M. Davidson**, who is personally known to me ✓ or who produced as identification.

Stacey L. Copenhagen
NOTARY PUBLIC

Typed or printed name: Stacey L. Copenhagen

Commission number:

Commission expires:



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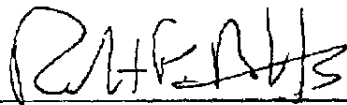
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ACCEPTANCE OF REGISTERED AGENT

FOR

BROOKSTONE HILLS, LLC

HAVING BEEN NAMED as Registered Agent to accept Service of Process for **Brookstone Hills, LLC** at the place designated in this document, I hereby agree to act in such capacity; further, I AGREE TO COMPLY with the provisions of all Statutes relative to the proper and complete performance of my duties as Registered Agent.



Robert P. Butts, Registered Agent
FISHER, BUTTS, SECHREST & WARNER, P.A.
5203 S.W. 91st Terrace, Suite D
Gainesville, FL 32608

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