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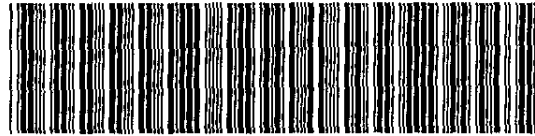
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

404000047451

CLARK & ROBERTS, PLC

RONALD E. CLARK
TANCE E. ROBERTS

501 ST. JOHNS AVENUE
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December 20, 2004

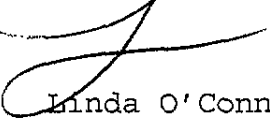
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

RE: THE TOMOKA GOLF VILLAGE, LLC

Dear Sir or Madam:

Please find enclosed original and copy of the Articles of Organization of THE TOMOKA GOLF VILLAGE, LLC. for filing. Also enclosed is a check in the amount of \$160.00. \$100.00 is the filing fee, \$25.00 is for designation of registered agent, \$30.00 for a certified copy and \$5.00 for a certificate of status. Please return the certified copy and certificate of status to this office after filing. Thank you.

Sincerely,


Linda O'Connor
Secretary to Ronald E. Clark

/ljo

Enclosures.

2005 JAN 26 P 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

December 29, 2004

LINDA O'CONNOR
CLARK & ROBERTS, PLC
P.O. BOX 2138
PALATKA, FL 32178-2138

SUBJECT: THE TOMOKA GOLF VILLAGE, LLC
Ref. Number: W04000047451

We have received your document for THE TOMOKA GOLF VILLAGE, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

In Article II you have the initial registered office at one address and the initial registered agent at another address. They must be the same.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Document Specialist

Letter Number: 404A00071970

ARTICLES OF ORGANIZATION

OF

THE TOMOKA GOLF VILLAGE, LLC

The undersigned, as members of THE TOMOKA GOLF VILLAGE, LLC, submits the following Articles of Organization for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I.
NAME AND PRINCIPAL OFFICE

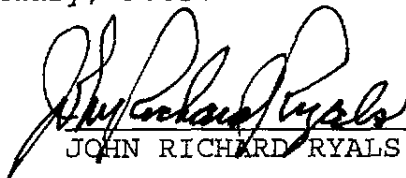
The name of this corporation shall be THE TOMOKA GOLF VILLAGE, LLC, and its principal office shall be located at 20 Eagle Court, Ormond Beach, Florida 32174, Volusia County, State of Florida, and the mailing address is the same, but it shall have the power and authority to move the principal place of business and establish branch offices at any other place or places as the members may designate.

ARTICLE II.
MANAGEMENT

The Limited Liability Company is to be managed by one or more managers and is, therefore, a manager - managed company.

The address of the initial registered offices of the limited liability company is 501 St. Johns Avenue, Palatka, County of Putnam, State of Florida, and the name of the company's initial registered agent is Ronald E. Clark, Esquire, 501 St. Johns Avenue, Palatka, Florida 32177.

Executed by the undersigned at Palatka, Putnam County, Florida, on the 20th day of January, 2005.


JOHN RICHARD RYALS

STATE OF FLORIDA
COUNTY OF PUTNAM

The foregoing instrument was acknowledged before me this 20th day of January, 2005, by John Richard Ryals as manager on behalf of THE TOMOKA GOLF VILLAGE, LLC, a limited liability company. He is personally known to me or provided personally known as identification.



Tammy S Vining
My Commission 00364212
Expires November 16, 2008


Notary Public

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA
COUNTY OF PUTNAM

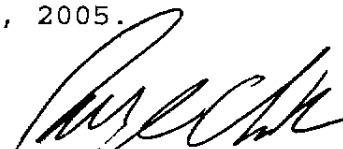
Pursuant to the provisions of Sections 608.407(a)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is THE TOMOKA GOLF VILLAGE, LLC.

The name of the registered agent for THE TOMOKA GOLF VILLAGE, LLC, is RONALD E. CLARK, ESQUIRE and the street address where the agent is located is 501 St. Johns Avenue, Palatka, Florida 32177.

This statement is to acknowledge that, as indicated above, THE TOMOKA GOLF VILLAGE, LLC has appointed me, RONALD E. CLARK, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 the 20th day of January, 2005.



RONALD E. CLARK

The foregoing instrument was acknowledged before me this 20th day of January, 2005, by RONALD E. CLARK, agent on behalf of THE TOMOKA GOLF VILLAGE, LLC, a limited liability company. He is personally known to me or provided personally known as identification.



Notary Public



Linda J O'Connor
My Commission DD354218
Expires November 24, 2008

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2005 JAN 26 P 2:05
SECRETARY OF STATE
TALLAHASSEE FLORIDA