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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

LIMITED LIABILITY COMPANY

citrus tower mortgage & realty, llc

Certificate of Status	0
Certified Copy	1
Page Count	03
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DIVISION OF CORPORATION

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ARTICLES OF ORGANIZATION
OF
CITRUS TOWER MORTGAGE & REALTY, LLC

The undersigned, being the Member and Organizer of the Limited Liability Company hereby being formed under the Chapter 608 of the Florida Statutes, does hereby adopt the following Articles of Organization for the Limited Liability Company:

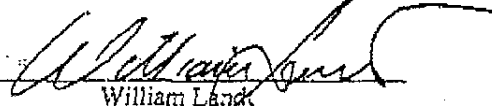
FIRST: The name of the Limited Liability Company is: Citrus Tower Mortgage & Realty, LLC

SECOND: The Limited Liability Company shall continue until the occurrence of an event set forth in the Operating Agreement which causes the termination of the Limited Liability Company

THIRD: The Limited Liability Company is organized to engage in and do any lawful act concerning any lawful business, other than banking and insurance, for which a limited liability company may be organized in accordance with the Chapter 608 of the Florida Statutes, including all powers and purposes now and hereafter permitted by law to a limited liability company.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 215 Celebration Place, Suite 500, Celebration, Florida 34747, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is William Landt.

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 as provided for in Chapter 608, F.S.


William Landt

FIFTH: The mailing address and principal office of the Limited Liability Company is 215 Celebration Place, Suite 500, Celebration, Florida 34747.

SIXTH: The Limited Liability Company will be operated by the Members, and no manager will be appointed. The name and address of the sole Member are: William Landt, having an address at 215 Celebration Place, Suite 500, Celebration, Florida 34747

SEVENTH: The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests

EIGHTH: capital contributions in addition to the initial contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members. No additional capital contributions have been agreed to by the Members at this time.

NINTH: The membership interests of the Members are evidenced by Certificates of Membership.

TENTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.

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FLORIDA
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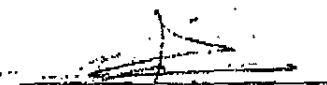
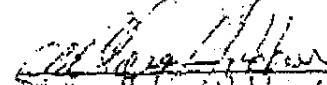
ELEVENTH: If there later are more than one Members, the remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Member who caused the Withdrawal Event), may continue the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

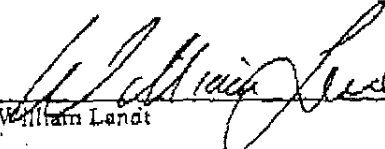
TWELFTH: The name and address of the sole Member and Organizer of the Limited Liability Company are: William Landt, having an address at 215 Celebration Place, Suite 500, Celebration, Florida 34747

THIRTEENTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed and acknowledged these Articles of Organization on January 25, 2005.

In the presence of:


Print: William Landt

Print: William Landt


William Landt

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA, COUNTY OF OSCEOLA, ss.

The foregoing instrument was acknowledged before me on the 25th day of January, 2005, by William Landt.

Print:
Notary Public
My commission expires:



Season Rutecki
My Commission DD-61028
Expires November 24, 2006

Personally Known OR Produced Identification
Type of Identification Produced:

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