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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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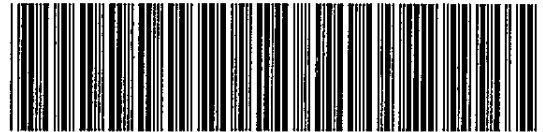
(Business Entity Name)

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& LACEY, L.C.**

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February 23, 2005

Writer's e-mail:  
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VIA FEDERAL EXPRESS

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Kid Creek Estates, LLC

Dear Sir:

Enclosed are the original and one copy of the Articles of Organization and Registered Agent Certificate of the subject company along with a check in the amount of \$125.00. 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.*

Clifton A. McClelland, Jr.

CAM/tah  
Enclosures

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION  
OF  
KID CREEK ESTATES, 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:

1. Name.

The name of the limited liability company is KID CREEK ESTATES, LLC (hereinafter referred to as the "Company").

2. Period of Duration.

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

3. Purpose.

The purpose for which the Company is organized is to engage in real estate development and sales and any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business.

The mailing address for the Company is 765 Hall Road, Malabar, FL 32950, and the street address of the place of business for the Company is 765 Hall Road, Malabar, FL 32950. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is Edward Gerhardt and the initial registered office is located at 765 Hall Road, Malabar, FL 32950.

6. 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.

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7. 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.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or on the occurrence of any other event that terminates 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.

9. 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 the Act. Any and all action by the Company shall required the by of the members holding a majority interest in the Company unless provided otherwise by the Limited Liability Company Agreement and Regulations of the Company.

10. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Executed at Melbourne, Brevard County, Florida, on February 23, 2005.

KID CREEK ESTATES, LLC  
a Florida limited liability company

By: Edward C. Gerhardt  
Edward C. Gerhardt, Member

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.

Edward C. Gerhardt  
Edward C. Gerhardt, Registered Agent

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