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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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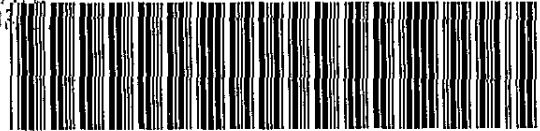
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Florida department of state
Registration Section
Division of Corporation
409E. Gains St.
Tallahassee, Fl. 32399

2005 MAR -8 A 11: 32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

REF: Explanation Letter

Dear Staff Member

Please find enclosed the Organization documents for

FIRST CITY HOMES OF FLAGLER COUNTY, LLC.,

Enclosed, also please find a check in the amount of \$ 155.00 to cover the cost of the filing fee for Articles of Organization, Designation of Registered Agent and A Certified Copy for the Company as listed above.

Should your require any further information in reference to these documents, please contact me at (904) 826-0096, my full address is located on the company documents.

Thanking you in advance for all your assistance in this matter.



CHRIS CAGLE

Articles of Organization
Of
FIRST CITY HOMES OF FLAGLER COUNTY, LLC.

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THESE ARTICLES OF ORGANIZATION are submitted for the purpose of forming a Limited Liability Company pursuant to the Florida Limited Liability Company Act, Chapter 608, and Florida Statutes, as the same may from time to time be amended.

ARTICLE I – Name:

The name of the Limited Liability Company (the Company) will be:

“FIRST CITY HOMES OF FLAGLER COUNTY, LLC.”

ARTICLE II – Term:

The existence of the company shall commence upon filing of these Articles of Organization as of march 4th, 2005 with the Florida Department of State and its duration shall be perpetual unless and until dissolved as required by the Act or as provided in the regulations (as that term is herein defined)

ARTICLE III – Address:

The initial principal mailing address and street address of the principal office of the Limited liability Company is:

C/o: **CHRIS CAGLE**

1100-4 PONCE DE LEON BLVD, ST. AUGUSTINE, FLORIDA, 32084


ARTICLE IV – Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the initial resident registered agent is:

CHRIS CAGLE

1100-4 PONCE DE LEON BLVD, ST. AUGUSTINE, FLORIDA, 32084

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.



Registered Agent's Signature

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ARTICLE V – Additional members:

Additional members may be admitted upon the unanimous consent of all members and in accordance with the terms and conditions set forth in the regulations.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI – Continuation:

In the event of the death, retirement, expulsion, bankruptcy or dissolution of a member or in the event which terminates the continued membership of a member in the Company, then upon the affirmative vote of a majority in interest of the remaining members to continue the Company within 90 days after the occurrence of such event, the Company shall not be dissolved and the business of the company shall be continued.

ARTICLE VII – Management:

The management of this Company shall at all times be vested in one or more managers. The names and address of the initial manager who shall serve until the first annual meeting of the members or until their successor (or successors) is, (are) elected by a majority interest of the members are as follows.

<u>Name</u>	<u>Address</u>
CHRIS CAGLE	1100-4 Ponce de Leon Blvd., St. Augustine, Florida, 32084

ARTICLE VIII – Regulations:

The members shall have the power to adopt, alter, amend or repeal regulations as contemplated by the Act (the "Regulations"). The Regulations adopted by the member(s) may be amended, repealed, or altered. New Regulations may be adopted from time to time, by the member (s)

ARTICLE IX – Limited Liability:

Except as otherwise expressly provided by the Act, no member, manager, officer, agent or employee of the Company shall be personally liable for the debts, obligations or liabilities of the Company, whether arising in contract, tort or otherwise, or for acts of omissions of any other member, manager, officer, agent or employee of the Company.

FIRST CITY HOMES OF FLAGLER COUNTY, LLC.

By: 
CHRIS CAGLE, Member