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LIMITED LIABILITY COMPANY

legacy conversions at sorrento lakes, llc

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

LEGACY CONVERSIONS AT SORRENTO LAKES, LLC

The undersigned files these Articles of Organization in order to form a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME

The name of this Limited Liability Company is: LEGACY CONVERSIONS AT SORRENTO LAKES, LLC (the "Company").

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business of the Company shall be 9350 South Dixie Highway, Suite 1500, Miami, Florida 33156, or at such other place or places as the members from time to time may determine. The mailing address of the Company is the same as above.

ARTICLE III

PURPOSE

The Company is created for the purpose of transacting and engaging in any activity or business authorized under the Florida Statutes.

Frank J. Segredo, Esquire
SEGREDO & WEISZ, Attorneys at Law
9350 South Dixie Highway, Suite 1500
Miami, Florida 33156- Tel. (305) 448-7023 Fax (305) 648-3883
FL Bar No. 358010

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ARTICLE IV
DURATION

The Company shall exist perpetually, unless sooner dissolved or extended further in a manner provided by law, or as provided in the regulations adopted by the members (the "Regulations").

ARTICLE V
**REGISTERED AGENT, REGISTERED OFFICE, &
REGISTERED AGENT'S SIGNATURE**

The name and address of the registered agent of the Company shall be:

Frank J. Segredo, Esquire
9350 South Dixie Highway
Suite 1500
Miami, Florida 33156

ARTICLE VI
MANAGEMENT

The Company shall be managed by a manager or managers who may be, but are not required to be, a member of the Company. The names and addresses of the managers who will serve as managers until the first annual meeting of the members of the Company or until their successors are elected and qualified in accordance with the Regulations are:

Frank J. Segredo
9350 South Dixie Highway
Suite 1500
Miami, Florida 33156

Bryan Fernandez-Sastre
13025 S.W. 107th Court
Miami, Florida 33176

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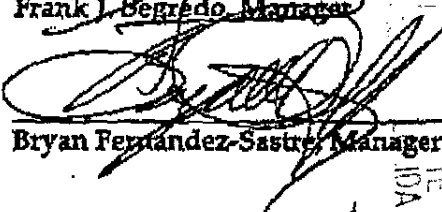
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ARTICLE VII NEW MEMBERS

No additional members shall be admitted to the Company, and no member may transfer his or her interest in the Company, except in either case as set forth in the Regulations, and if there are no Regulations then in effect, by unanimous consent of all of the members. No transferee shall have the right to participate in the management of the business and affairs of the Company or become a member unless admitted as a member upon such terms and conditions as set forth in the Regulations, and if no regulations are in effect, upon the unanimous consent of all of the members. Contributions of new members shall be determined as of their time of admission to the Company.

IN WITNESS WHEREOF the undersigned, being and constituting the Managers of LEGACY CONVERSIONS AT SORRENTO LAKES, LLC, do hereby execute and file these Articles of Organization and declare and certify that the facts herein stated are true this 7th day of March, 2005.


Frank J. Segredo, Manager


Bryan Fernandez-Sastre, Manager

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ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

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.


Frank J. Segredo, Esquire

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