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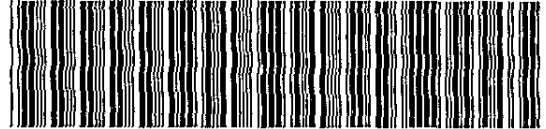
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAR 22 2005

Bruce J. Sperry, P.A.

Telephone
(813) 754-3030

Attorney at Law
1003 Alexander St. South
Suite 1
Plant City, Florida 33563-8400

Telecopier
(813) 754-3928

March 18, 2005

VIA FEDEX

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

RE: NEW ENGLAND HOMES OF FLA. LLC

Dear Sir or Madam:

Please find enclosed original and one copy of the Articles of Organization of NEW ENGLAND HOMES OF FLA. LLC, together with my firm check in the amount of \$155.00 to cover the following costs:

Filing Fee	\$100.00
Registered Agent Fee	\$ 25.00
Certified Copy of Record	<u>\$ 30.00</u>
Total	\$155.00

After this Charter has been approved and filed, I would appreciate your sending a certified copy of same to my office by regular United States mail.

Thank you for your attention to this matter.

Sincerely,

BRUCE J. SPERRY, P.A.

By: 

Bruce J. Sperry

Enclosures
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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
NEW ENGLAND HOMES OF FLA. LLC**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I
NAME**

The name of the Limited Liability Company shall be NEW ENGLAND HOMES OF FLA. LLC ("Company"). The principal place of business of the Company in Florida shall be 1649 Acme Street, Orlando, Florida, 32714, and the mailing address shall be 1649 Acme Street, Orlando, Florida, 32714.

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization and the Company's regulations.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which the Company is organized is to transact any lawful business for which a Limited Liability Company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a Limited Liability Company under the laws of the State of Florida.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the Company in the State of Florida is SAJID MUNIR, 1649 Acme Street, Orlando, Florida, 32714.

**ARTICLE V
CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of

the Company the cash or property set forth as follows:

<u>NAME</u>	<u>CAPITAL CONTRIBUTION</u>
MICKEY K. UDDIN	\$500.00
SAJID MUNIR	\$500.00

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**ARTICLE VI
ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company at such times and in such amounts as may be provided in the regulations adopted by the members or, in lieu thereof, only upon the unanimous consent of all the members.

**ARTICLE VII
ADMISSION OF NEW MEMBERS (TRANSFERABILITY OF INTERESTS)**

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company only as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

**ARTICLE VIII
MEMBERS RIGHT TO CONTINUE BUSINESS**

The Company shall not be dissolved upon the death, retirement, resignation, insanity, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Company, provided there is at least one (1) remaining member, unless terminated in accordance with regulations adopted by the members.

**ARTICLE IX
MANAGEMENT (MANAGEMENT BY MEMBERS)**

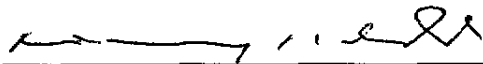
The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of

organization. The names and addresses of the members of the company are:

MICKEY K. UDDIN 408 Kneeland Avenue
Yonkers, New York 10704-2714

SAJID MUNIR 13732 Ridge Top Road
Orlando, Florida 32837

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization for the foregoing uses and purposes this 15th day of March, 2005.



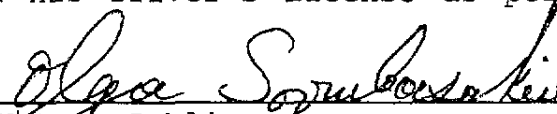
MICKEY K. UDDIN



SAJID MUNIR

STATE OF NEW YORK
COUNTY OF Westchester

The foregoing instrument was acknowledged before me this 15th day of March 2005, by MICKEY K. UDDIN who declared his identity and who has produced his Driver's License as personal identification.



Notary Public

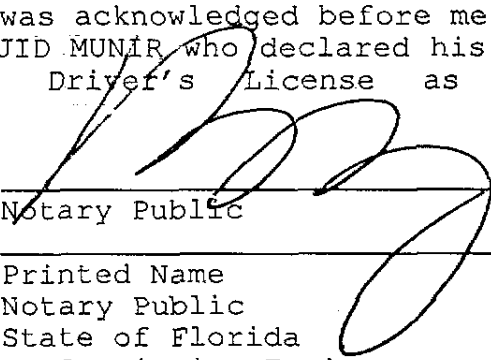
Printed Name
Notary Public
State of New York
My Commission Expires:

OLGA SOUMBASAKIS
No. 4959483
Notary Public, State of New York
Qualified in Westchester County
Commission Expires Nov. 27, 2005

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 18 day of June 2005, by SAJID MUNIR who declared his identity and who has produced his Driver's License as personal identification.

BRUCE SPERRY
Notary Public, State of Florida
My comm. exp. Oct. 19, 2007
Comm. No. DD 255557

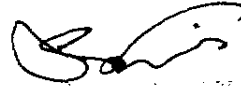


Notary Public

Printed Name
Notary Public
State of Florida
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of NEW ENGLAND HOMES OF FLA. LLC, as the Registered Agent of this Limited Liability Company, hereby consents to his appointment as Registered Agent of the Company and agrees to act in this capacity and agrees to comply with the laws of the State of Florida in all respects.



SAJID MUNIR, Registered Agent

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