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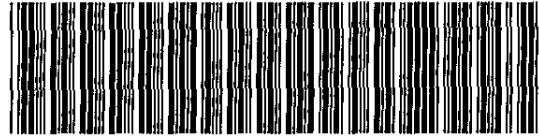
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TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 302972 7192830

AUTHORIZATION :

Patricia Pizuto

COST LIMIT : \$ 155.00

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TALLAHASSEE, FLORIDA

ORDER DATE : April 7, 2005

ORDER TIME : 9:08 AM

ORDER NO. : 302972-005

CUSTOMER NO: 7192830

CUSTOMER: Ms. Renee Pobjecky
J. David Pobjecky, P.a.

Post Office Drawer 7323

Winter Haven, FL 33883-7323

DOMESTIC FILING

NAME: CAMELOT 3385, LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Heather Chapman - EXT. 2908

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

CAMELOT 3385, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, do hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and communities of limited liability companies for profit. We further declare that the following Articles shall be the charter and authority for the conduct of business of said limited liability company.

ARTICLE I

NAME

The name of this limited liability company shall be CAMELOT 3385, LLC, and its principal place of business shall be in the City of Haines City, County of Polk, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the member(s).

ARTICLE II

PURPOSES AND POWERS

A. Purpose

Notwithstanding any provision hereof or of any other document governing the information, management or operation of the Limited Liability Company to the contrary, the following shall govern: The nature of the business and the purposes to be conducted and promoted by the Limited Liability Company, is to engage solely in the following activities:

1. To operate any business or investment activity that is lawful under the laws of the State of Florida and the United States of America which includes the operation, ownership and management of real property interests of any kind or description and hereinafter referred to as the "property".

2. To own, hold, sell, assign, transfer, operate, lease, mortgage, pledge and otherwise deal with real Property besides the inspection thereof.

3. To exercise all powers enumerated in the Limited Liability Company Act of 1982 and as amended necessary or convenience to the conduct, promotion or attainment of the business or purposes otherwise set forth herein.

B. Certain Prohibited Activities notwithstanding any provision hereof or of any other document governing the formation, management or operation of the Limited Liability Company to the contrary, the following shall govern: The Limited Liability Company shall not engage in any business that is not permitted under the laws of the United States of America and/or the State of Florida which may prohibit a Limited Liability Company from engaging therein.

C. Indemnification

1. The LLC will indemnify an individual made a party to a proceeding because he is or was a manager, organizer, and/or an owner in the Limited Liability Company against liability in the proceeding if (a) he conducted the business in good faith; (b) he reasonably believed the that his conduct was in or at least not opposed to the Limited Liability Company's best interest; and on the case of any criminal proceeding, he had no reasonable cause to believe his conduct was unlawful.

2. The indemnification of reimbursement of reasonable expenses incurred will

not be exclusive to any other rights that said person may be entitled under any by-law, agreement, vote of members or otherwise.

3. The undertaking required herein and above will be an unlimited general obligation but shall not be interpreted as mandating indemnification and advancement of expenses to the extent permitted by law.

D. Management

The Limited Liability Company will be managed by a manager. The name and address of the manger who will serve as manager until a change is made is CENTRAL FLORIDA PROPERTY MANAGEMENT, LLC, 4142 Abbey Court, City of Haines City, State of Florida, County of Polk, 33884.

E. Dissolution

Notwithstanding any provision hereof or of any other document governing the formation, management or operation of the Limited Liability Company to the contrary, the following shall govern: To the extent permissible under applicable federal and state tax law, the vote of a majority-in-interest of the remaining member(s) is sufficient to continue the life of the Limited Liability company.

F. Voting

Notwithstanding any provision hereof or of any other document governing the formation, management or operation of the Limited Liability Company to the contrary, the following shall govern: when acting on matters subject to the vote of the member(s), notwithstanding that the Limited Liability Company is not then insolvent, each individual is entitled the righting votes give each individual upon entry into the Limited Liability Company. CENTRAL FLORIDA

PROPERTY MANAGEMENT, LLC will initially have one-hundred (100%) of the vote.

ARTICLE III

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$100.00 and other valuable consideration shall be paid to the Limited Liability Company by the sole member. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the member(s). Member(s) will make contributions in equal shares.

ARTICLE IV

LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the directions of, the member(s) of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a majority vote of the member(s) of the limited liability company.

ARTICLE V

EXISTENCE

This Limited Liability Company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the Regulations adopted by the member(s).

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS

The principal office of this limited liability company shall be located at 4142 Abbey Court, City of Haines City, State of Florida, County of Polk, 33884 and the mailing address of said principal

office of the Limited Liability Company shall be the same.

ARTICLE VII

Member(s)

Management of this limited liability company is reserved to its member; CENTRAL FLORIDA PROPERTY MANAGEMENT, LLC as the "manager."

ARTICLE VIII

INITIAL REGISTERED OFFICE

The street address of the initial registered office is 786 Avenue C, SW, City of Winter Haven, County of Polk, State of Florida 33880, and the name of the initial registered agent at that office is J. DAVID POJECKY.

ARTICLE IX

RESTRICTIONS ON MEMBERSHIP

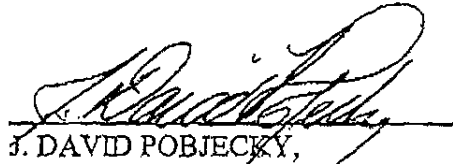
Member(s) shall have the right to admit new member(s) by unanimous consent. Contributions required of new member(s) shall be determined as of the time of admission to the limited liability company along with their respective voting rights..

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of the member(s).

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Company, the remaining member(s) shall have the right to continue the business upon unanimous consent of such remaining member(s).

I, the undersigned, being the original member of the foregoing limited liability company, do

hereby certify that the foregoing constitutes the proposed Articles of Organization of CAMELOT 3385, LLC.


J. DAVID POBJECKY,
Incorporator

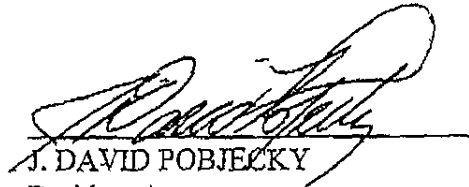
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 608.407(d), Florida Statutes, the following is submitted, in compliance with said Act:

First -- That CAMELOT 3385, LLC, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Organization of CAMELOT 3385, LLC at 4142 Abbey Court, City of Haines City, State of Florida, County of Polk, 33884, has named J. DAVID POBJECKY, located at 786 Avenue C, SW, City of Winter Haven, County of Polk, State of Florida 33880, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated Limited Liability Company, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


J. DAVID POBJECKY
Resident Agent