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April 29, 2005

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VIA FEDERAL EXPRESS

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

Re: Timber Villas, L.L.C.
Client-Matter No. 306022.10

To Whom It May Concern:

The enclosed Articles of Organizations of Timber Villas, LLC are submitted for filing. Also enclosed is this firm's check in the amount of \$130.00 for the filing fee and Certificate of Status.

Should you have any questions regarding this matter, please do not hesitate to contact my office at the number listed above.

Sincerely,



Anita R. Geraci

ARG/sc

Enclosures

TELEPHONE: 352-394-2103
FAX: 352-394-2105

ARTICLES OF ORGANIZATION
of
TIMBER VILLAS, L.L.C.

The undersigned, a member, has executed this document for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit and hereby adopt the following Articles of Organization for such limited liability company:

ARTICLE I
NAME AND PRINCIPAL OFFICE

The name of this limited liability company is TIMBER VILLAS, L.L.C., and its principal office and mailing address is located at 600 S. Main Avenue, Minneola, Florida 34715.

ARTICLE II
DURATION

The existence of this limited liability company shall be perpetual, commencing on the date of filing with the Secretary of State's office.

ARTICLE III
PURPOSE

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE V
MEMBERSHIP

The members of this limited liability company have the right to admit additional members to this organization upon the unanimous consent of those individuals or entities who are members prior to the admission of the new member. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the unanimous consent of the members not proposing to transfer or assign their interests.

ARTICLE VI
DISSOLUTION

The limited liability company will dissolve as provided in the Operating Agreement executed by and among the members.

ARTICLE VII
MANAGEMENT

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial managers, who shall serve until their replacement or until the first annual meeting of members and their successors are elected and qualified, shall be CATALDO "CARL" CERILLI and FRED K. PLUMMER.

ARTICLE VIII
INITIAL REGISTERED OFFICE AND AGENT

The street address of this limited liability company's initial registered office 600 S. Main Avenue, Minneola, Florida 34715, and the name of this limited liability company's initial registered agent is CATALDO "CARL" CERILLI.

The undersigned, being an original member of the limited liability company, hereby certifies that the foregoing constitutes the Articles of Organization of TIMBER VILLAS, L.L.C.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization for this limited liability company this 28th day of April, 2005.


Cataldo "Carl" Cerilli, Managing Member

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, CATALDO "CARL" CERILLI, am familiar with and hereby accept the appointment as Registered Agent for TIMBER VILLAS, L.L.C., as set forth in the Articles of Organization filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 28th day of April, 2005.


Cataldo "Carl" Cerilli

NOTARY PUBLIC
FLORIDA
COMMISSION # 123456789
EXPIRATION DATE 12/31/2006