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Oak Tree Circle
A Mobile Home Community
2445 NW 14th Place
Gainesville, Florida 32605

May 2, 2005

Registration Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Enclosed are the Articles of Organization. I may be reached as follows:

Michael J. Fields 2445 NW 14th Place Gainesville, FL 32605 352/375-3894 Home 352/538-6292 Cell

Thank you!

Michael J. Fields

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I - Name

The name of the Limited Liability Company is: Oak Tree Circle, LLC

ARTICLE II - Address

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

Principal Office Address:

Mailing Address:

2445 NW 14th Place Gainesville, FL 32605 2445 NW 14th Place Gainesville, FL 32605

ARTICLE III - Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Randall N. Thornton

Name

2008 North C-470

Florida street address

Bushnell, Florida 33538

City, State, and Zip

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 statues 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

(CONTINUED)

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ARTICLE IV - Manager(s) or Managing Member(s):

The name and address of each Manager or Managing Member is as follows:

Title:

Name and Address:

Manager

Michael J. Fields 2445 NW 14th Place

Gainesville, Florida 32605

Manager

Margaret U. Fields 2445 NW 14th Place

Gainesville, Florida 32605

REQUIRED SIGNATURE:

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Michael J. Fields

Typed name of signee