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LIMITED LIABILITY COMPANY

Village Towers II, LLC

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J. BRYAN JUL 1, 2005

**ARTICLES OF ORGANIZATION
OF
VILLAGE TOWERS II, LLC
A Florida Limited Liability Company**

ARTICLE 1

NAME

The name of this Limited Liability Company is: Village Towers II, LLC

ARTICLE 2

PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing and the street address of the principal office of the limited liability company is 1 Florida Park Drive North, Palm Coast, FL 32137. The name and address of the initial registered agent of the limited liability company is Palmetto Charter Services, Inc., 150 Magnolia Ave., Daytona Beach, FL 32114.

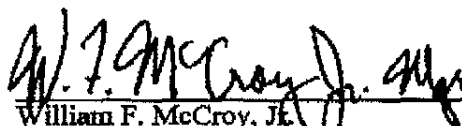
ARTICLE 3

MANAGEMENT

The company is to be a manager-managed company. The name and address of its Manager are:

William F. McCroy, Jr.
1 Florida Park Drive North
Palm Coast, FL 32137

IN WITNESS WHEREOF, the undersigned authorized representative of a member does hereby execute and acknowledge these articles of organization this 24th day of May, 2005.

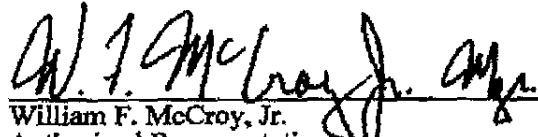

William F. McCroy, Jr.
Authorized Representative

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**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 608.415 Florida Statutes, Village Towers II, LLC, hereby designates PALMETTO CHARTER SERVICES, INC., 150 Magnolia Ave., Daytona Beach, FL 32114, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.


William F. McCroy, Jr.
Authorized Representative

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of Village Towers II, LLC for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC., a Florida
corporation


By: Harold C. Hubka
Its: Vice President

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