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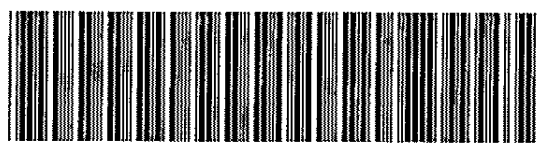
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TALLAHASSEE, FLORIDA

*151*

# DAVID L. MACKAY ATTORNEY, P. A.

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Mailing Address:  
Post Office Box 206  
Ocala, Florida 34478-0206

Physical Address:  
2801 Southwest College Road, Suite #9  
Ocala, Florida 34474

Telephone: (352) 237-3800  
Facsimile: (352) 237-0299  
E-mail: mrocala@worldnet.att.net

July 7, 2005

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314-6327

Re: Fox Pointe Properties Design Builders, LLC

Gentlemen:

Enclosed is the original and one copy of Articles of Organization for the above-captioned Florida limited liability company, together with my check in the amount of \$125.00. Please acknowledge receipt and filing of the articles on the acknowledgment copy which is enclosed and return it to me at the above address.

Thank you for your attention to this matter.

Very truly yours,

  
DAVID L. MacKAY

DLM/jf

Enclosures

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**ARTICLES OF ORGANIZATION FOR  
FOX POINTE PROPERTIES DESIGN BUILDERS, LLC, a  
Florida Limited Liability Company**

**ARTICLE I – NAME**

The name of the Limited Liability Company is **FOX POINTE PROPERTIES DESIGN BUILDERS, LLC**

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is 5745 Southwest 43<sup>rd</sup> Street Road, Ocala, Florida, 34474

**ARTICLE III – DURATION**

The period of duration for the Limited Liability Company shall be:

The duration for the Limited Liability Company shall be perpetual, subject to earlier dissolution upon the occurrence of any of the following events:

- (a) By the unanimous written agreement of all Members; or
- (b) Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member; or,
- (c) As otherwise provided by law.

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**ARTICLE IV – Management**

The Limited Liability Company is to be managed by a Manager to be appointed pursuant to provisions of the Operating Agreement.

**ARTICLE V – TRANSFERABILITY**

5.1 Transferee Not Member in Absence of Consent.

If a Majority of the Members (not including the transferring Member) do not approve of the Transferring Member's proposed transfer of his Membership Interest, whether by sale, gift or otherwise, to a transferee which is not a Member immediately prior to the transfer, then the

proposed transferee shall have no right to participate in the management of the business and affairs of the Company or to become a Member. Such transferee shall be merely an Economic Interest Owner.

#### **ARTICLE VI – Admission of Additional Members**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

From the date of the formation of this Limited Liability Company, any person or entity acceptable to Members holding the majority of the equity interest of this Limited Liability Company may become a Member in this Company, either by the issuance by the Company of Membership Interests for such consideration as the Members, by such majority vote, shall determine, or as a transferee of a Member's membership interest or any portion thereof, subject to the terms and conditions of Article V of these Articles of Organization.

#### **ARTICLE VII – Members Rights to Continue Business**

The right, if given, of the remaining Members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company shall be:

Upon unanimous vote, the remaining Members may elect to continue the business of the Limited Liability Company.

#### **CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT**

The Company's initial registered office and initial registered agent at such office is:

DAVID L. MacKAY  
2801 Southwest College Road, Suite 9  
Ocala, Florida 34474

The registered office and registered agent may be changed from time to time by filing the address of the new registered office and/or the name of the new registered agent with the Florida

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Secretary of State pursuant to the Florida Limited Liability Company Act.

**ACCEPTANCE**

I HEREBY ACCEPT the appointment as Registered Agent of and agree to act in that capacity as contemplated by § 607.164, Florida Statutes.

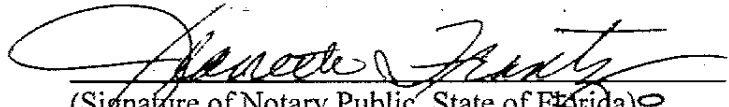
  
\_\_\_\_\_  
**DAVID L. MacKAY**, Registered Agent

STATE OF FLORIDA  
COUNTY OF MARION

The foregoing Acceptance of Registered Agent was acknowledged before me this 1<sup>ST</sup> day of July, 2005, by **DAVID L. MacKAY**.



Jeanette Frantz  
MY COMMISSION # DD227785 EXPIRES  
July 27, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.

  
\_\_\_\_\_  
(Signature of Notary Public, State of Florida)  
(Print, Type or Stamp Commissioned  
Name of Notary Public)

CHECK ONE:



Personally Known

☐ Produced Identification

Type of Identification Produced: \_\_\_\_\_

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Organization, this 7<sup>th</sup> day of July, 2005.

**SUBSCRIBERS:**

**FOX POINTE PROPERTIES, LTD. CO.**, an Ohio corporation registered in the State of Florida

By:   
\_\_\_\_\_  
**GREG LAWROSKI**, Manager

**FRANCO OF OCALA, INC.**, a Florida corporation

By:   
\_\_\_\_\_  
**FRANK J. TONA**, President