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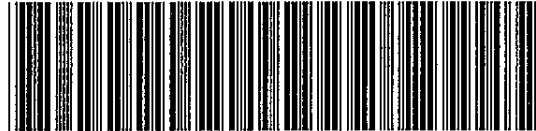
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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 494977 9565A
AUTHORIZATION :
COST LIMIT : \$ 155

Patricia Pizut

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ORDER DATE : July 20, 2005
ORDER TIME : 1:19 PM
ORDER NO. : 494977-005
CUSTOMER NO: 9565A
CUSTOMER: Greg Flanagan, Esq
Gregory S. Flanagan, Esq
Suite 104
2701 Southeast Maricamp Road
Ocala, FL 34471

DOMESTIC FILING

NAME: REAL ESTATE INVESTMENT GROUP,
L.L.C.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- XXX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XXX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Harry B. Davis - EXT. 2926

EXAMINER'S INITIALS: _____

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**ARTICLES OF ORGANIZATION
OF
REAL ESTATE INVESTMENT GROUP OF OCALA, L.L.C.**

The undersigned files these Articles of Organization in order to form a limited liability company pursuant to Florida Statute 608.407.

ARTICLE I

The name of the limited liability company shall be REAL ESTATE INVESTMENT GROUP OF OCALA, L.L.C.

ARTICLE II

The limited liability company shall exist perpetually.

ARTICLE III

The mailing address and the street address of the principal office of the limited liability company shall be 2191 Northwest 55th Avenue Road, Ocala, Florida 34482.

ARTICLE IV

The name and street address of the limited liability company's initial registered agent in the state is GREGORY S. FLANAGAN, 2701 Southeast Maricamp Road, Suite 104, Ocala, FL 34471.

ARTICLE V

Admission of additional members to the limited liability company shall be governed by the terms and conditions of the limited liability company's operating agreement.

ARTICLE VI

Continuation of the business by the remaining members of the limited liability company upon 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 governed by the terms and conditions of the limited liability company's operating agreement.

ARTICLE VII

The management of the limited liability company is vested in a managing member whose name and address is as follows:

ALVIN L. MILTON
2701 Southeast Maricamp Road, Suite 103, Ocala, Florida 34471

MELVIN R. KUNZ
10670 Northeast 227th Place Road, Orange Springs, Florida 32812

RICHARD L. SHACKELFORD
490 Severn Avenue, Tampa, Florida 33606

WILLIAM R. DAVIS
2191 Northwest 55th Avenue Road, Ocala, Florida 34482.

However, the members reserve the right to change the Managing Member by a majority vote of the Members in interest. The Managing Member shall have the authority and power (subject to all requirements and restrictions contained in the limited liability company's operating agreement) to manage and obligate the limited liability company.

Voting rights and requirements for member's interests shall be as set forth in the limited liabilities company's Operating Agreement.

ARTICLE VIII

Date of Inception. This limited liability company shall commence existence upon the filing of these Articles of Organization with the Florida Secretary of State.

ARTICLE IX

These Articles of Organization are filed by the undersigned who is an authorized representative of the memberships held by the members listed in Article VII above.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, and acknowledged and filed the foregoing Articles of Organization under the laws of the State of Florida, this 22 day of July, 2005.


GREGORY S. FLANAGAN

STATE OF FLORIDA)
COUNTY OF MARION)

I HEREBY CERTIFY that on this day, before me a notary public duly authorized in the State and County above named to take acknowledgments, personally appeared **GREGORY S. FLANAGAN**, who is personally known to me and he acknowledged before me that he subscribed to these Articles of Organization.

20th WITNESS my hand and official seal in the County and State above named, this day of July, 2005.

NOTARY PUBLIC:

Name: Judith A. Macolino
Judith A. Macolino
State of Florida at Large
My commission expires:



Judith A. Macolino
MY COMMISSION # DD108906 EXPIRES
April 29, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statute 48.091 and Article VIII of these Articles of Incorporation, the undersigned Registered Agent does hereby accept the duties as Registered Agent for **REAL ESTATE INVESTMENT GROUP OF OCALA, L.L.C.** and designates his location for service of process as:

2701 Southeast Maricamp Road, Suite 104, Ocala, Florida 34471

The undersigned shall serve as Registered Agent until otherwise removed or shall resign pursuant to the laws of the State of Florida.



GREGORY S. FLANAGAN