

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L05000075124
FILED 8:00 AM
August 01, 2005
Sec. Of State
jsadler

Article I

The name of the Limited Liability Company is:

ROYAL PALMS DEVELOPERS AT FT. MYERS, LLC

Article II

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

300 FIFTH AVENUE SOUTH
227
NAPLES, FL. 34102

The mailing address of the Limited Liability Company is:

8473 MAYFIELD RD
210
CHESTERLAND, OH. 44026

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

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

BRIAN ELLIOTT
300 FIFTH AVENUE SOUTH
227
NAPLES, FL. 34102

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 statutes 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.

Registered Agent Signature: BRIAN ELLIOTT

Article V

The name and address of managing members/managers are:

Title: MGR
CLIFTON CAPITAL, LLC
820 WEST SUPERIOR AVE
CLEVELAND, OH. 44113

Title: MGR
BRIAN ELLIOTT
300 FIFTH AVENUE SOUTH
NAPLES, FL. 34102

Title: MGR
CDDRP, LLC
1360 E 9TH ST
CLEVELAND, OH. 44113

Title: MGRM
VENTURA EQUITY PARTNERS I, LLC
8473 MAYFIELD RD
CHESTERLAND, OH. 44026

Article VI

The effective date for this Limited Liability Company shall be:

08/01/2005

Signature of member or an authorized representative of a member

Signature: SCOTT BAKER

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