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From: Account Name : KLEIN AND FORTUNE, P.A.
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2005 AUG -3 AM 8:52
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Pine Island Professional Offices, LLC

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PLEASE MAKE FOR HOMES INC
THE OPERATING MANAGER -
PO BOX 16162 ROOM 1622



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 3, 2005

KLEIN AND FORTUNE, P.A.

SUBJECT: PINE ISLAND PROFESSIONAL OFFICES, LLC
REF: W05000036557

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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and resubmit the complete document, including the electronic filing cover sheet.

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FAX Aud. #: H05000183947
Letter Number: 005A00049991

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Prepared By:
Ronald G. Klein, Esq.
Klein and Fortune, P.A.
4340 Sheridan Street, Suite 102
Hollywood, Florida 33021
954-986-8822; 305-891-6100

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
Pine Island Professional Offices, LLC**

The undersigned member for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be **Pine Island Professional Offices, LLC** ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company shall be : 4340 Sheridan Street, Hollywood, Florida 33021.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is: Ronald G. Klein, at 4340 Sheridan Street, Hollywood, Florida 33021.

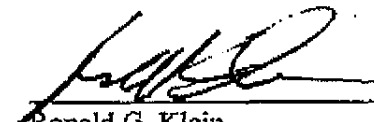
ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of **Pine Island**

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Professional Offices, LLC, as the registered agent of this limited liability company, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees 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 of registered agent as provided for in Chapter 608, F.S.


Ronald G. Klein
Registered Agent

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ARTICLE V - ALLOCATION OF PROFITS AND LOSSES

The company shall prepare its financial statements in accordance with generally accepted accounting principles.. All profits and losses shall be allocated to the members in proportion to their capital contributions.

ARTICLE VI - ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VII - MANAGEMENT

The Company shall be managed by a manager or managers in accordance with regulations adopted by the member(s) for the management of the business and affairs of the Company. These

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regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the manager(s) who is/are to serve as manager(s) is/are:

NAME

Operating Manager: FSR Homes, Inc.

whose addresses shall be the same as the principal office of the Company.

IN WITNESS WHEREOF, the undersigned member has made and subscribed to these articles of organization at Miami, Florida, on August 1, 2005.

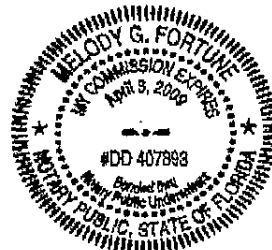


Donald G. Klein, as memberSTATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was acknowledged to me on August 1, 2005, by Ronald G. Klein, who is personally known to me.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.



Notary Public, State of Florida

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