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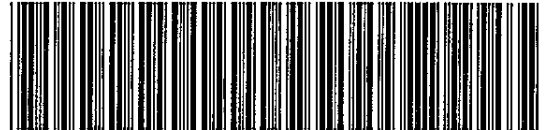
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STEPHEN A. HOULD

Attorney at Law, P.A.

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August 3, 2005

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

RE: Hopkins Street Investments, Inc.
Hopkins Street Investments, LLC

Gentlemen:

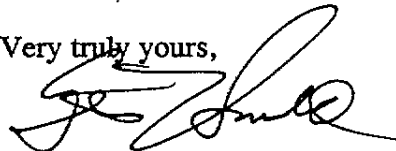
My client, Robert Roy Leinenweber, was the incorporator of a newly formed corporation, Hopkins Street Investments, Inc. The corporation does not meet the intended needs of my client and therefore, the corporation is being dissolved and a limited liability company is being formed.

Enclosed for filing are the original and one copy of the Articles of Dissolution for Hopkins Street Investments, Inc., along with my check in the amount \$43.75. Please return a certified copy of the filing.

Also enclosed for filing after the Articles of Dissolution of the corporation are filed, are the original and one copy of the Articles of Organization for Hopkins Street Investments, LLC, along with my check in the amount of \$180.00 in payment of the filing fee and a certified copy of the Articles.

If you have any questions or advices regarding the enclosed, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



Stephen A. Hould

SAH/lb

**ARTICLES OF ORGANIZATION
OF
HOPKINS STREET INVESTMENTS, LLC**

ARTICLE I. NAME

The name of the limited liability company shall be Hopkins Street Investments, LLC

ARTICLE II. ADDRESS

The mailing address and the street address of its principal office shall be 920 Third Street, Suite D, Neptune Beach, FL 32266. The company shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE III. INITIAL REGISTERED AGENT, REGISTERED OFFICE
AND REGISTERED AGENT'S SIGNATURE**

The address of the initial registered office of the limited liability company is 920 Third Street, Suite D, Neptune Beach, FL 32266, and the name of the company's initial registered agent at that address is Stephen A. Hould, Esquire.

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 as provided for in Chapter 608, Florida Statutes.



Registered Agent

The foregoing instrument was acknowledged before me this 3rd day of August, 2005, by Stephen A. Hould, 2005, and who is personally known to me and who did not take an oath.

(seal)



Lois A. Bell
MY COMMISSION # DD179402 EXPIRES
March 28, 2007
BONDED THRU TROY FAIN INSURANCE, INC.



NOTARY PUBLIC, State of Florida

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE IV. MANAGEMENT

This limited liability company shall be managed by two managers, Donald Mark Dilworth, 345 8th Street, Atlantic Beach, FL 32233, and Robert Roy Leinenweber, 312 Midway, Neptune Beach, FL 32266, each of whom shall serve until a successor is chosen and qualified.

ARTICLE IV. MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members only by unanimous consent of all existing members. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members and as stated in the Regulations of the limited liability company.

On the resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

The undersigned, being an original member of the limited liability company, certifies that this instrument constitutes the proposed Articles of Organization of Hopkins Street Homes, LLC.

Executed by the undersigned at Neptune Beach, Duval County, Florida, this 2nd day of ~~July, 2005~~. August, 2005.


ROBERT ROY LEINENWEBER

In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury and the facts stated herein are true.

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