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JOHNSON BROWNING CLAYTON

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Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0383

From:

Account Name : ROBERT W. BROWNING, JR. P.A.
Account Number : 120020000118
Phone : (941)951-0707
Fax Number : (941)951-7702

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DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

Lifestyles Land Development, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

M. Thomas SEP 1 - 2005

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ARTICLES OF ORGANIZATION
OF
LIFESTYLES LAND DEVELOPMENT, LLC

The undersigned hereby submit these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

1. The name of the limited liability company is **LIFESTYLES LAND DEVELOPMENT, LLC.**
2. The mailing address and street address of the principal office of the company shall be 6728 33rd St. East, Sarasota, FL 34243.
3. The name and address of each organizer executing these Articles of Organization are:

Robert W. Browning, Jr.
One North Tuttle Ave.
Sarasota, FL 34237

4. The name and address of the initial registered office of the limited liability company in the State of Florida is Robert W. Browning, Jr., One North Tuttle Ave., Sarasota, FL 34237.
5. These articles will become effective upon filing with the Florida Department of State.
6. The duration of the limited liability company shall be perpetual until dissolved in accordance with the laws of the State of Florida.
7. The limited liability company is to be managed by the members and the names and addresses of the managing members who are to serve until the first annual meeting are as follows:

W. Chris Muth
6728 33rd St. East
Sarasota, FL 34243

Mark McCabe
6728 33rd St. East
Sarasota, FL 34243

Dale H. Peterson
7467 Roebelenii Ct.
Sarasota, FL 34241

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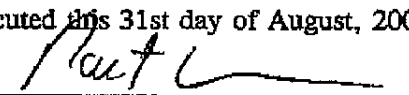
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Calvin F. Muller
7419 Roxye Lane
Sarasota, FL 34240

8. No third party shall become a member without the unanimous written consent of the managing members.

9. No person who is serving or who has served as a managing member of the limited liability company shall be personally liable to the limited liability company or any of its members for monetary damages for breach of duty as a managing member, except for liability with respect to (i) acts or omissions that the managing member at the time of such breach knew were clearly in conflict with the interests of the limited liability company, (ii) any transaction from which the managing member derived an improper personal benefit, or (iii) acts or omissions with respect to which the Florida Limited Liability Company Act does not permit the limitation of liability. As used herein, the term "improper personal benefit" does not include a managing member's reasonable compensation or other reasonable incidental benefit for or on account of his service as a managing member, employee, independent contractor, attorney or consultant of the limited liability company. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

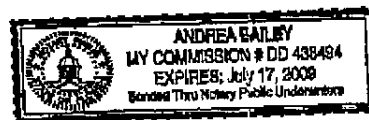
Executed this 31st day of August, 2005.


Robert W. Browning, Jr.

STATE OF FLORIDA
COUNTY OF SARASOTA

Sworn to and subscribed before me this 31st day of August, 2005, by Robert W. Browning, Jr., who personally appeared before me and is personally known to me.


Notary Public, State of Florida



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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of LIFESTYLES LAND DEVELOPMENT, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization and 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 his or her duties and is familiar with and accepts the obligations of the position of registered agent.

Robert W. Browning, Jr.

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