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05 OCT -3 PM 3:16  
SECRETARY OF STATE  
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DIVISION OF CONSTRUCTION

CORPDIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: TRACY SPEAR  
DATE: 09/30/05  
REF. #: 000958.42948  
CORP. NAME: STERLING TRAILS II, LLC

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05 OCT -3 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

☐ ARTICLES OF INCORPORATION      ☐ ARTICLES OF AMENDMENT      ☐ ARTICLES OF DISSOLUTION  
☐ ANNUAL REPORT      ☐ TRADEMARK/SERVICE MARK      ☐ FICTITIOUS NAME  
☐ FOREIGN QUALIFICATION      ☐ LIMITED PARTNERSHIP      ☒ LIMITED LIABILITY  
☐ REINSTATEMENT      ☐ MERGER      ☐ WITHDRAWAL  
☐ CERTIFICATE OF CANCELLATION  
☐ OTHER:

STATE FEES PREPAID WITH CHECK# 514467 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

☐ CERTIFIED COPY      ☐ CERTIFICATE OF GOOD STANDING      ☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF STATUS

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
STERLING TRAILS II, LLC  
a Florida Limited Liability Company**

**FILED**  
05 OCT -3 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I  
NAME**

The name of this Limited Liability Company is:  
  
**STERLING TRAILS II, LLC** (the "Company").

**ARTICLE II  
PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III  
ADDRESS**

The mailing and physical street address of the Company's principal office and place of business is 609 East Jackson Street, Suite 100 Tampa, FL 33602.

**ARTICLE IV  
DURATION**

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V  
MANAGEMENT  
MEMBER MANAGED**

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and as further provided in the Operating Agreement of the Company.

**ARTICLE VI  
MEMBERS**

The names and addresses of the initial members are as follows:

SUPER FUTURES LIMITED PARTNERSHIP  
440 Ridge Street, Suite 2  
Reno, NV 89501

NEIL LAYTON  
602 Riviera Drive  
Tampa, FL 33606

**ARTICLE VII  
MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

**ARTICLE VIII  
ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE IX  
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement permitting said amendment, at any annual or special meeting.


**ARTICLE X  
DESIGNATION OF REGISTERED AGENT AND  
ADDRESS OF REGISTERED AGENTS OFFICE**

The initial Registered Agent is designated as Ronald C. White, Esq., of 5348 First Avenue North, St. Petersburg, Florida 33710. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this limited liability company in the State of Florida is 609 East Jackson St., Suite 100, Tampa, FL 33602. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

**THESE ARTICLES OF ORGANIZATION** have been executed by the undersigned member or authorized representative of the member.

Signed this 30<sup>th</sup> day of September, 2005.

  
\_\_\_\_\_  
RONALD C. WHITE, ESQ.

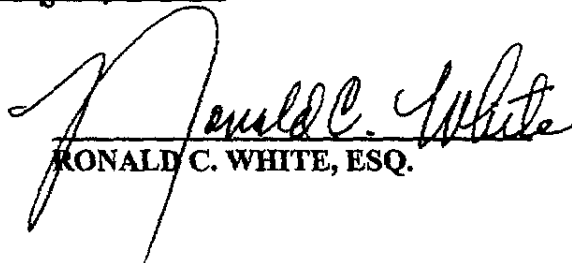
**ACCEPTANCE OF REGISTERED AGENT  
OF STERLING TRAILS II, LLC**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of **STERLING TRAILS II, LLC**, Ronald C. White, Esq., Jr., the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

5348 First Avenue North  
St. Petersburg, Florida 33710

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

Signed this 30<sup>th</sup> day of September, 2005.

  
RONALD C. WHITE, ESQ.