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To:
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Fax Number : (850)205-0383

From:
Account Name : DELOACH & HOFSTRA, P.A.
Account Number : 119990000123
Phone : (727)397-5571
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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

Villas of Capri, LLC

Certificate of Status	0
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ARTICLES OF ORGANIZATION
FOR FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I - NAME

The name of the Limited Liability Company is Villas of Capri, LLC.

ARTICLE II - ADDRESS

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

Principal Office Address:	Mailing Address:
12781 Kingfish Drive Treasure Island, FL 33706	12781 Kingfish Drive Treasure Island, FL 33706

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S SIGNATURE

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

Dennis R. DeLoach, Jr.
8640 Seminole Boulevard
Seminole, FL 33772

Having been named as registered agent and to accept service of process for the above 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 an accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.

DENNIS R. DELOACH, JR.
Signature of Registered Agent

ARTICLE IV - MANAGERS OR MANAGING MEMBERS

The name and address of each Manager of Managing Member is as follows:

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Title:	Name and Address:
"MRG"=Member "MGRM"=Managing Member	
MGRM	AGNES E. RICE 12781 Kingfish Drive Treasure Island, FL 33706
MGRM	SIDNEY A. RICE 12781 Kingfish Drive Treasure Island, FL 33706

ARTICLE V - MEMBERSHIP INTEREST PERCENTAGE OF MEMBERS

The membership interest percent of each member is as follows:

AGNES E. RICE	50%
SIDNEY A. RICE	50%

ARTICLE V - EFFECTIVE DATE

The effective date is October 19, 2005.

REQUIRED SIGNATURES:

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

Agnes E. Rice
AGNES E. RICE

SIDNEY A. RICE

JAI\CORP\VILLASOFCAPRIART

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