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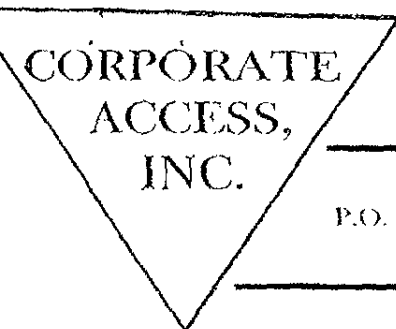
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LLC

Country Oaks Estates, LLC
(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

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(CORPORATE NAME AND DOCUMENT #)

(CORPORATE NAME AND DOCUMENT #)

SPECIAL INSTRUCTIONS:

Oct 27 05 02:56p

DonnaHolmes

OCT-27-2005 THU 01:51 PM TRINKLE SWANSON

FAX NO. 813 813-875-1621

P.2

OCT 27 '05 11:54AM AMERICAN HOMESTAR, PRI
10-27-2005 12:39 MADISON ASSETS GROUP 7273941729
OCT-27-2005 THU 10:30 PM TRINKLE SWANSON

FAX NO. 813 (04 0001

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F. 02/03

ARTICLES OF ORGANIZATION OF COUNTRY OAKS ESTATES, LLC

The undersigned, being authorized to execute and file these Articles, hereby certify that:

ARTICLE I — Name:

The name of the Limited Liability Company is: **COUNTRY OAKS ESTATES, LLC.**

ARTICLE II — Address:

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

Principal Office Address:

1026 Orangewalk Drive
Brandon, Florida 33511

Mailing Address:

1026 Orangewalk Drive
Brandon, Florida 33511

ARTICLE III — Registered Agent, Registered Office & Registered Agent's Signature:

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

Charles V. Maynard
1026 Orangewalk Drive
Brandon, Florida 33511

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.


Charles V. Maynard

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Oct 27 '05 02:56p

DonnaHolmes
FAX NO. 813 754 8957

813-875-1621

FAX NO. 813 754 8957

P. 3

P. 03

OCT 27 '05 11:54AM AMERICAN HOMESTAR ARI
10-27-2005 12:39 MADISON ASSETS GROUP 7873941709
OCT 27 '05 10:59 PM KINKLE SWANSON

FAX NO. 813 754 8957

P. 3/3
F. Verus

ARTICLE IV - Managing Member

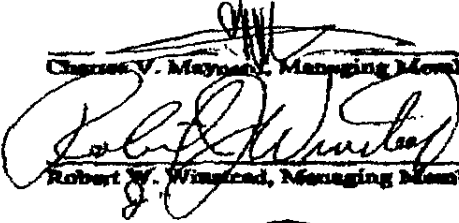
The names and addresses of the initial Managing Members are as follows:

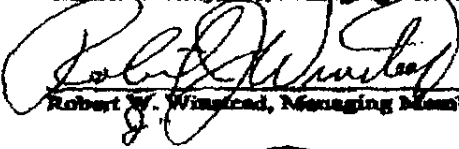
Charles V. Maynard
1026 Orangewalk Drive
Brandon, Florida 33511

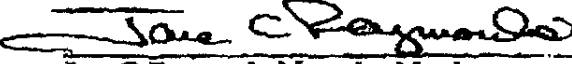
Robert W. Winstead
1026 Orangewalk Drive
Brandon, Florida 33511

Jane C. Raymonds
1026 Orangewalk Drive
Brandon, Florida 33511

IN WITNESS WHEREOF, I have executed these Articles of Organization as an authorized representative of the Managing Member and acknowledge them to be my act this 22 day of October, 2005.


Charles V. Maynard, Managing Member


Robert W. Winstead, Managing Member


Jane C. Raymonds, Managing Member