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**ALSO ADMITTED IN CALIFORNIA
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VERO BEACH, FLORIDA 32963
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December 9, 2005

DOUGLAS M. CASE***
LISA R. HAMILTON
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MICHAEL J. SWAN
OF COUNSEL

Secretary of State
State of Florida
Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

RE: Windsor Lot 2 Block 60, LLC

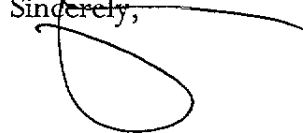
Ladies and Gentlemen:

In regard to the above, please find enclosed the Articles of Organization for filing with the Secretary of State's Office.

This firm's check in the amount of \$125.00 is also enclosed to cover your filing fee and the Registered Agent Designation fee for the new entity.

Thank you for your assistance and for sending your Certificate of Filing to this office in the enclosed, pre-prepared return envelope.

Sincerely,



J. Atwood Taylor, III

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Encs.

CC: Mr. Phillip H. Barth, III, w/encs.

ARTICLES OF ORGANIZATION
FOR
WINDSOR LOT 2 BLOCK 60, LLC

1. **ARTICLES OF ORGANIZATION.**

ARTICLE I
NAME

The name of the Limited Liability Company is as follows:

WINDSOR LOT 2 BLOCK 60, LLC

ARTICLE II
ADDRESS

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

1717 Indian River Boulevard, Suite 202-A
Vero Beach, Florida 32960.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE III
DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV
MANAGEMENT

The Limited Liability Company is to be managed by the members, and the names and addresses of the members are as follows:

PHILLIP H. BARTH, III
1717 Indian River Boulevard, Suite 202-A
Vero Beach, Florida 32960;

ALLYSON BARTH
1717 Indian River Boulevard, Suite 202-A
Vero Beach, Florida 32960;

CLEMENS SCHAUB
3383 Ocean Drive
Vero Beach, Florida 32963;

VIKTORIA SCHAUB
3383 Ocean Drive
Vero Beach, Florida 32963;

THOMAS F. MULLAN, III
2330 W. Joppa Road, Suite 210
Lutherville, Maryland 21093; and

MARY MAYNES MULLAN
2330 W. Joppa Road, Suite 210
Lutherville, Maryland 21093.

The Managing Member is **PHILLIP H. BARTH, III.**

ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS

The right to admit additional members and the terms and conditions of the admissions shall be determined, initially by the members; and if other members are admitted, then thereafter as follows:

All of the members named herein, unless they have been expelled or have filed bankruptcy or have withdrawn, retired, or died, shall collectively and only by unanimous consent agree to the admission of new members. Further restrictions on the admission of new members are set forth in a later executed agreement between the members.

ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company have the right to continue the business 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 in the Limited Liability Company

ARTICLE VII
PURPOSE

This Limited Liability Company has been formed by the members for the purpose of purchasing, developing, selling, owning, leasing, mortgaging, or

otherwise dealing in or disposing of real and personal property and for all other legal purposes to which the members may elect from time to time to put the said Limited Liability Company.


ARTICLE VIII **AMENDMENTS**

Amendments to these Articles of Organization shall be effected in accordance with Chapter 608, *Florida Statutes*.

ARTICLE IX **GOVERNANCE AND OPERATION**

This Limited Liability Company shall be governed by the members in accordance with and shall operate according to a later executed agreement between the members.

IN WITNESS WHEREOF, the undersigned Managing Member has caused these presents to be executed on the date set forth below.



PHILLIP H. BARTH, III, Managing Member

Date: December 9, 2005

2. **CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/
REGISTERED OFFICE.**

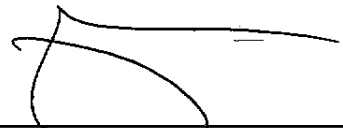
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415
OR 608.507, *FLORIDA STATUTES*, THE UNDERSIGNED
LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED
AGENT/REGISTERED OFFICE IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: **WINDSOR LOT 2
BLOCK 60, LLC.**
2. The name and address of the Registered Agent and Office is as
follows:

**J. ATWOOD TAYLOR, III
5070 N. Highway A-1-A, Suite 200
Vero Beach, Florida 32963**

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.



J. ATWOOD TAYLOR, III

Date: December 9, 2005