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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BRYAN DEC 22 2005

LAW OFFICES OF
FITZPATRICK, COOPER & BROWN LLP

FARLEY BUILDING, SUITE 600
1929 THIRD AVENUE NORTH
BIRMINGHAM, ALABAMA 35203

RAYMOND P. FITZPATRICK, JR.
J. MICHAEL COOPER
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TELEPHONE (205) 320-2255
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December 16, 2005

Florida Department of State
Division of Corporations
Corporate Filings
P. O. Box 6327
Tallahassee, FL 32314

Re: New Filing

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Organization for a limited liability company to be formed under the laws of the State of Florida: Park Place Village Realty, LLC. Also enclosed is a check in the amount of \$160 for filing fees, Certificate of Status and Certified Copy.

If there are any questions please do not hesitate to call.

Yours very truly,


Raymond P. Fitzpatrick, Jr.

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TALLAHASSEE, FLORIDA

THIS DOCUMENT PREPARED BY:

Raymond P. Fitzpatrick, Jr., Esq.
Fitzpatrick, Cooper & Brown, LLP
1929 Third Avenue North
Birmingham, Alabama 35203-3508

STATE OF FLORIDA)
)
COUNTY OF WALTON)

**ARTICLES OF ORGANIZATION
OF
PARK PLACE VILLAGE REALTY, L.L.C.**

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TALLAHASSEE, FLORIDA

The undersigned members, for the purpose of forming a limited liability company under the laws of the State of Florida, hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be: Park Place Village Realty, L.L.C.

**ARTICLE II
DURATION**

The period of duration is perpetual unless the Company shall be sooner dissolved and its affairs wound up in accordance with its Articles of Organization or its Operating Agreement.

**ARTICLE III
PURPOSE**

The nature of the business of the Company and its object, purpose and power is to carry on any lawful business whatsoever that is calculated, directly or indirectly, to promote the interest of the Company.

ARTICLE IV
REGISTERED AGENT/OFFICE

The local and mailing address of the initial registered office of the Company shall be 10254 East County Highway 30A, Unit 11E, Seacrest Beach, Florida 32413, and its registered agent at such address shall be Raymond P. Fitzpatrick, Jr.

ARTICLE V
PRINCIPAL OFFICE

The mailing address and the street address of the principal office of the Company are 10254 East County Highway 30A, Unit 11E, Seacrest Beach, Florida 32413

ARTICLE VI
INITIAL MEMBERS

The name and address of the initial members (the "Members") of the Company are:

<u>Member</u>	<u>Street Address</u>
Steven E. Chambers	10254 East County Highway 30A Unit 16E Seacrest Beach, Florida 32413
Raymond P. Fitzpatrick, Jr.	10254 East County Highway 30A Unit 11E Seacrest Beach, Florida 32413
Bryan Kiefer (MGRM)	611 Teal Avenue Celebration, Florida 34747

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ARTICLE VII
ADDITIONAL MEMBERS

The Members reserve the right to admit additional Members in the manner provided in the Company's Operating Agreement.

ARTICLE VIII
OPERATING AGREEMENT

The Operating Agreement of the Company shall be executed by each Member of the Company and shall set forth all provisions for the affairs of the Company and the conduct of its business to the extent that such provisions are not inconsistent with the laws of Florida or these Articles.

ARTICLE IX
CONTINUATION UPON CESSATION OF MEMBER

The Members shall have the right to continue the Company upon the cessation of a Member's interest in the Company as long as there is at least one remaining Member or (i) the holders of all of the financial rights in the Company agree in writing within 90 days of the cessation of membership of the last Member to continue the legal existence and business of the Company and to appoint one or more Members or (ii) the legal existence and business of the Company is continued and one or more Members are appointed in the manner stated in the Operating Agreement.

ARTICLE X
MANAGEMENT

The Company's business and operations shall be managed by one or more managing members (each, a "Managing Member") pursuant to the provisions governing the management of the Company as set forth in the Company's Operating Agreement. The name and address of the initial Managing Members are:

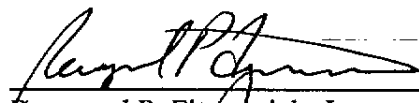
Managing Member

Bryan Kiefer (MGRM)

Street Address

611 Teal Avenue
Celebration, Florida 34747

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization this 16 day of December 2005.


Raymond P. Fitzpatrick, Jr.

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.


Raymond P. Fitzpatrick, Jr.

STATE OF ALABAMA)
)
JEFFERSON COUNTY)

I, the undersigned notary public in and for said County and State, hereby certify that Raymond P. Fitzpatrick, Jr., whose name is signed to the foregoing Articles of Organization, and who is personally known to me, acknowledged before me on this day that, being informed of the contents of such instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 16 day of December 2005.

Notary Public

My Commission Expires: _____

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STATEMENT OF REGISTERED AGENT

I, the undersigned, Raymond P. Fitzpatrick, Jr., hereby accept the appointment as registered agent of the Company as provided in these Articles of Organization and state that I am familiar with, and accept the obligations of such position as registered agent of the Company as provided in the Florida Limited Liability Company Act.


Raymond P. Fitzpatrick, Jr.

STATE OF ALABAMA)
)
JEFFERSON COUNTY)

I, the undersigned notary public in and for said County and State, hereby certify that Raymond P. Fitzpatrick, Jr., whose name is signed to the foregoing Articles of Organization, and who is personally known to me, acknowledged before me on this day that, being informed of the contents of such instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal this 16 day of December 2005.

Notary Public
My Commission Expires: _____
(SEAL)

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