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EFFECTIVE DATE

12-16-05

Levy County 54 Ventures, LLC
3858-S Sheridan Street
Hollywood, FL 33021
954.961.6111

December 15, 2005

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: **Articles of Organization of Levy County 54 Ventures, LLC**

To Whom It May Concern:

Enclosed herewith please find a fully executed original copy of the Articles of Organization for Levy County 54 Ventures, LLC to be filed with the Division of Corporations of the Florida Department of State with an effective date of December 15, 2005. Also enclosed is a check, payable to the order of the Florida Department of State, in the amount of \$155, representing, \$100 for the filing fee for the Articles of Organization, \$25 for the designation of the Registered Agent and \$30 for a certified copy of the filed Articles of Organization.

If you have any questions, please contact:

Stuart A. Schechter
3858-S Sheridan Street
Hollywood, Florida 33021
(954) 961-6111

Thank you for your attention to this matter.

Very truly yours,


Stuart A. Schechter

ENCLOSURE

ARTICLES OF ORGANIZATION
OF
LEVY COUNTY 54 VENTURES, LLC

(Under Chapter 608 of the Florida Statutes)

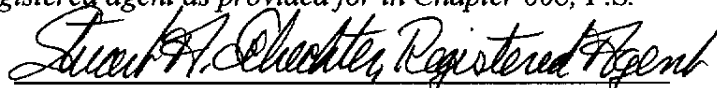
The undersigned person, acting as an organizer and member of the limited liability company hereinafter named, sets forth the following statements.

ARTICLE I: The name of the limited liability company (the "Company") is Levy County 54 Ventures, LLC.

ARTICLE II: The mailing address and the street address of the principal office of the Company is 3858-S Sheridan Street, Hollywood, Florida 33021.

ARTICLE III: The name of the Company's registered agent is Stuart A. Schechter. The address of the Company's registered agent is 3858 Sheridan Street, Hollywood, Florida 33021.

Having been named as registered agent and to accept service of process for the above stated Company at the place designated in this Article, 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 as provided for in Chapter 608, F.S.


Stuart A. Schechter, Registered Agent

ARTICLE IV: The effective date of the filing of the Articles of Organization shall be December 16, 2005.

IN WITNESS WHEREOF, I have signed this document on the date set forth below and do hereby affirm, under penalties of perjury, in accordance with section 608.408(3), Florida Statutes, that the statements contained herein have been examined by me and are true and correct.

Dated: December 15, 2005.


Stuart A. Schechter, Organizer and Member

EFFECTIVE DATE
12-16-05