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J. BRYAN FEB 22 2006

February 15th, 2006

Florida Department of State
Division of Corporation
New Filing Section

Dear Sir:


Enclosed you will find the Articles of Organization and a Certificate to designate the Registered Agent for "Palm Ranch 415, LLC.", along with a check in the amount of \$125 covering the required filing fee.

These Articles are being forwarded to you via Express Mail in order to expedite the said filing of the Articles for the LLC.

Please have the Articles of Organization for "Palm Ranch 415, LLC.", filed promptly.

Thank you for your help and consideration.

Sincerely yours,


Rolf Bergmann
2521 State Road 415
Sanford, Florida 32771

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Enclosure: As stated

ARTICLES OF ORGANIZATION FOR A FLORIDA
LIMITED LIABILITY COMPANY
PALM RANCH 415, LLC

ARTICLE I. NAME

The name of this Limited Liability Company is "PALM RANCH 415, LLC"

ARTICLE II. COMMENCEMENT AND DURATION

Existence of this Limited Liability Company shall commence upon the filing of these Articles of Organization by the Department of State of the State of Florida, and this Company is to exist perpetually.

ARTICLE III. GENERAL PURPOSE

The general purpose of the business to be transacted by this company is to engage in any and all lawful business permitted under the laws of the United States and the laws of the State of Florida, except to do business as a bank, railroad, canal, or telephone or telegraph company.

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ARTICLE IV. INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT

The mailing and street address of the initial registered agent and the principal office of this Limited Liability Company is 2521 State Road 415 Sanford, Florida 32771, and the name of the initial registered agent of this Limited Liability Company is Rolf Bergmann.

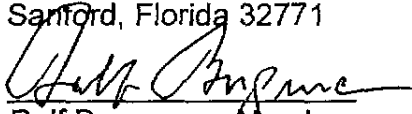
ARTICLE V. MANAGEMENT

This Limited Liability Company is to be managed by one (1) manager or more managers and is therefore, a manager-managed company.

ARTICLE VI INITIAL MEMBER(S)

The initial member(s) of this Limited Liability Company is as follows

Rolf Bergmann
2521 State Road 415
Sanford, Florida 32771


Rolf Bergmann, Member

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ARTICLE VII. CONTRACTS

No contract or other transaction between the Company and any other company shall, in the absence of fraud, in any way be affected or invalidated by the fact that any of the member(s) of the Company is pecuniarily or otherwise

interested in, or is a member or officer of such other company. Any member of the Company individually or any firm or association of which any member may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of the Company, provided that the fact that he individually or such firms or association is so interested shall be disclosed or shall have been known to the Manager or other members thereof as shall be present at any meeting of the members at which action upon any such contract or transaction shall be taken. Any member of the Company who is also a member or officer of such other company or who is so interested may be counted in determining the existence of a quorum at any meeting of the members which shall authorize by such contract or transaction, and any vote thereat to authorize any such contract or transaction, with like force and effect as he were not such member, or officer of such other company or not so interested. Any member of the Company may vote upon any contract or other transaction between the Company and any affiliated company without regard to the fact that he is also a member of such affiliated company.

Any contract, transaction or act of the Limited Liability Company or its manager, which may be ratified by a majority of a quorum of the members of the Company at any meeting, shall insofar as permitted by law or by the Articles of organization of the Company, be as valid and as binding as though ratified by every member of the Company; provided, however, that any failure of the members to approve or ratify any such contract, transaction or act, when and if submitted, shall not be deemed in any way to invalidate the same or deprive the

Company, its officers or employees, of its or their right to proceed with such contract, transaction or act.

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ARTICLE VIII. INDEMNIFICATION

The Limited Liability Company shall, to the fullest extent permitted by Chapter 608, Official Florida Statutes, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said Act from and against, any and all of the expenses, liabilities or other matters referred to in or covered by said Act and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any By-Law, agreement, vote of members or otherwise, both as to their action in their official capacity and as to action, in another capacity while holding such office, and shall continue as to a person who has ceased to be a manager, officer, employee or agent and shall inure to the benefit of the heirs, executors and administrators of such a person.

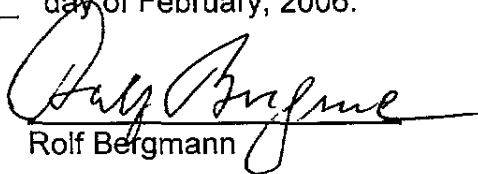
ARTICLE IX. COMPENSATION

Subject to any limitation in the By-Laws, the members of the Limited Liability Company may be entitled to and may prescribe reasonable fees, salaries or other compensation for their services and to reimburse for their expenses as such members. Nothing contained herein shall preclude any member from serving the Company, or any affiliated business organization, in any other capacity and receiving proper compensation therefor.

ARTICLE X. AMENDMENT

This Limited Liability Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the members is subject to these reservations.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Organization this 15th day of February, 2006.


Rolf Bergmann

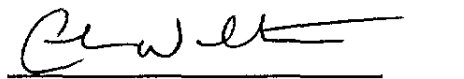
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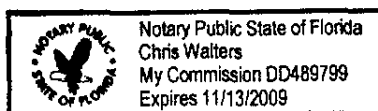
STATE OF FLORIDA

COUNTY OF SEMINOLE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Rolf Bergmann, known to me and known by me to be the person who executed the foregoing Articles of Organization, and he acknowledged before me that he executed those Articles of Organization.

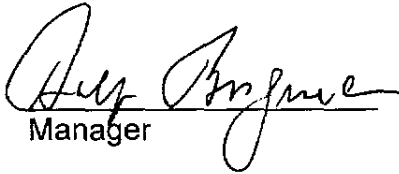
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of February, 2006.


Notary Public
State of Florida at Large
My Commission expires: 11/13/09



CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS OF THE OFFICE FOR SERVICE OF PROCESS
WITHIN THE STATE

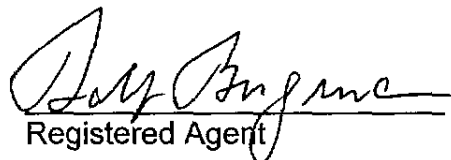
Pursuant to Florida Statutes, this is to certify that Palm Ranch 415, LLC, a company duly organized and existing under the laws of the State of Florida, has named Rolf Bergmann of 2521 State Road 415 Sanford, Florida 32771, as its agent to accept service of process within this State and the said address as the office for such service of process.


Manager

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ACKNOWLEDGMENT

Having been named to accept service of process for the above Company, at the place designated in this certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of the Florida Statutes relative thereto.


Registered Agent