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GRAYROBINSON

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Division of Corporations

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From:

Account Name : GRAY, HARRIS, ROBINSON, SHACKLEFORD, FARRIOR  
Account Number : I19990000047  
Phone : (813) 273-5046  
Fax Number : (813) 273-5145

FLORIDA/FOREIGN LIMITED LIABILITY COMPANY

MILLENNIA HOMES FRANCHISE GROUP, LLC

|                       |          |
|-----------------------|----------|
| Certificate of Status | 1        |
| Certified Copy        | 0        |
| Page Count            | 02       |
| Estimated Charge      | \$130.00 |

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DIVISION OF CORPORATIONS

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**ARTICLES OF ORGANIZATION  
OF  
MILLENNIA HOMES FRANCHISE GROUP, LLC**

1. Name. The name of this limited liability company is **MILLENNIA HOMES FRANCHISE GROUP, LLC** (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

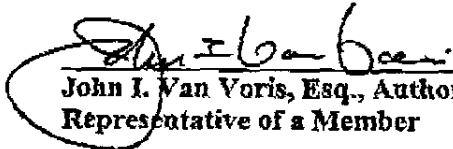
4. Place of Business. The mailing address and street address of the Company's principal office is 30020 U. S. Highway 27, South, Lake Hamilton, Florida 33851.

5. Registered Agent and Office. The name of the initial registered agent of the Company is John I. Van Voris. The street address of the initial registered agent of the Company is 201 N. Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Management of the Company. The Company shall be managed by the member(s) in accordance with the Operating Agreement adopted by the member(s).

7. Operating Agreement. The member(s) shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company in accordance with the provisions of such agreement.

The undersigned executed these Articles of Organization on the 24<sup>th</sup> day of February, 2006.

  
John I. Van Voris, Esq., Authorized  
Representative of a Member

(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.)

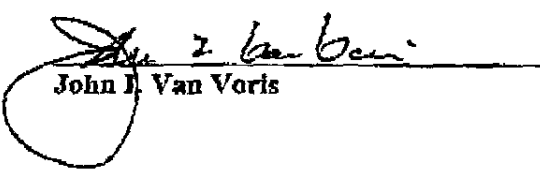
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**ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative 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.

  
John I. Van Voris

Dated: February 24<sup>th</sup>, 2006.

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