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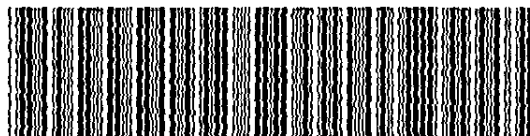
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2006 MAR 22 PM 1:56
DIVISION OF CORPORATE REGISTRATIONS
TALLAHASSEE, FLORIDA

J. BRYAN MAR 27 2006

MARIO G. DE MENDOZA, III, P.A.

ATTORNEY AT LAW
12765 FOREST HILL BOULEVARD
SUITE 1302
WELLINGTON, FLORIDA 33414
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March 21, 2006

VIA FEDEX

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: TLC Realty Group, LLC
Our File No. 5566.8

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2006 MAR 22 PM 1:56
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Dear sir or madam:

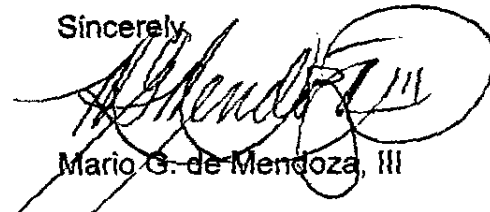
Enclosed herewith for filing with your office please find an original and a copy of the fully executed Articles of Organization for the captioned entity. Also enclosed is a check in the amount of \$155.00, representing the filing fee plus the cost of a certified copy of the Articles of Organization.

Upon filing of the Articles, please forward the certified copy to the undersigned at your earliest convenience.

You will note that there is a corporation with the name TLC Realty Group, Inc. Diane Harbison is the President and a stockholder of the corporation, as well as the Manager of the new LLC. The similarity between the name of the LLC and the corporation is intentional. Accordingly, I hope that there will not be a problem in filing the enclosed Articles of Organization.

Thank you for your cooperation in this matter.

Sincerely,



Mario G. de Mendoza, III

MGMIII:dw
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TLC REALTY GROUP, LLC
ARTICLES OF ORGANIZATION

The undersigned, pursuant to the provision of Chapter 608 of the Florida Statutes, for the purpose of forming a Limited Liability Company under the laws of the State of Florida does set forth the following:

ARTICLE I - NAME

The name of the Limited Liability Company is "TLC REALTY GROUP, LLC".

ARTICLE II - PERIOD OF DURATION

The period of duration of the limited liability company shall be from the date of filing of its Articles of Organization until dissolution of the limited liability company pursuant to the provisions of the Florida Limited Liability Company Act.

ARTICLE III - PURPOSE

The purpose for which the Limited Liability Company is organized is to own and operate a residential real estate company as well as to engage in any and all businesses and activities permitted by the laws of the State of Florida, as well as by the Keller Williams Realty International franchise agreement. The Limited Liability Company shall have all of the powers vested in a Limited Liability Company organized and existing by virtue of such laws.

ARTICLE IV - PRINCIPAL OFFICE ADDRESS

The principal office address of the Limited Liability Company is: 2316 South Dixie Highway, West Palm Beach, Florida 33401.

ARTICLE V - MAILING ADDRESS

The mailing address of the Limited Liability Company is: c/o Mario G. de Mendoza, III, P.A., 12765 Forest Hill Blvd., Suite 1302, Wellington, Florida 33414.

ARTICLE VI - REGISTERED AGENT

The name and address of the initial registered agent in Florida for the Limited Liability Company is: Mario G. de Mendoza, III, P.A., 12765 Forest Hill Boulevard, Suite 1302, Wellington, Florida 33414.

ARTICLE VII - MANAGEMENT

The Limited Liability Company is to be a manager-managed company. The name and address of the person who is to serve as the initial manager of the Limited Liability Company until the first annual meeting of members or until her successor(s) is elected and qualified is Diane Harbison, 2994 Jog Road, Lake Worth, Florida 33467.

These Articles of Organization were executed this 21st day of March, 2006.

Diane Harbison
Diane Harbison, Manager

STATE OF FLORIDA
COUNTY OF PALM BEACH

On this 21st day of March, 2006, before me personally appeared **DIANE HARBISON**, the Manager of TLC REALTY GROUP, LLC, a Florida Limited Liability Company to be formed, to me known to be the person who executed the foregoing, and who acknowledged before me that she executed the same for the purposes expressed therein. She is personally known to me, and she did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

(Notary Seal)




Debra Wilkinson
Debra Wilkinson Notary Public
Commission No.: DD406167
Commission expires: 3-22-09

ACCEPTANCE OF REGISTERED AGENT

Having been named as the registered agent for TLC REALTY GROUP, LLC, a Florida Limited Liability Company, I hereby accept the appointment as registered agent. I am familiar with and agree to accept the obligations of the position of registered agent as provided for in Chapter 608, Florida Statutes.

Mario G. de Mendoza, III, P.A.

By: 
Mario G. de Mendoza, III, President
12765 Forest Hill Blvd, Suite 1302
Wellington, Florida 33414

Date: March 21, 2006

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