

**Electronic Articles of Organization
For
Florida Limited Liability Company**

L06000061332
FILED 8:00 AM
June 16, 2006
Sec. Of State
btadlock

Article I

The name of the Limited Liability Company is:

THE WOODLANDS PHASE II, LLC

Article II

The street address of the principal office of the Limited Liability Company is:

16910 SE HIGHWAY 441
SUITE 203
SUMMERFIELD, FL. 34491

The mailing address of the Limited Liability Company is:

16910 SE HIGHWAY 441
SUITE 203
SUMMERFIELD, FL. 34491

Article III

The purpose for which this Limited Liability Company is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:

WILLIAM H SMATHERS
16910 SE HIGHWAY 441
SUITE 203
SUMMERFIELD, FL. 34491

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.

Registered Agent Signature: WILLIAM H SMATHERS

Article V

The name and address of managing members/managers are:

Title: MGRM
WILLIAM H SMATHERS
16910 SE HIGHWAY 441, SUITE 203
SUMMERFIELD, FL. 34491

Title: MGR
NORMAN E HEYMAN
16910 SE HIGHWAY 441, SUITE 203
SUMMERFIELD, FL. 34491

Title: MGR
ERIC C MILLHORN
13710 US HIGHWAY 441
LADY LAKE, FL. 32159

Title: MGR
BEVERLY ELLIS-BROWN
2229 DOGWOOD CIRCLE
MOUNT DORA, FL. 32757

Signature of member or an authorized representative of a member

Signature: WILLIAM H SMATHERS

L06000061332
FILED 8:00 AM
June 16, 2006
Sec. Of State
btadlock