

Sent By: DANIEL HICKS P.A.

(352) 351-8054;

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Division of Corporations

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DIVISION OF CORPORATIONS

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CITRA LODGE, LLC

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June 26, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

DANIEL HICKS, P.A.

SUBJECT: CITRA LODGE, LLC.
REF: W06000028812

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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ARTICLES OF ORGANIZATION
OF
CITRA LODGE, LLC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I
NAME

The name of the limited liability company shall be CITRA LODGE, LLC. ("Company"). The principal place of business of the Company in Florida shall be 5802 Cherry Road, Ocala FL 34472.

ARTICLE II
DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization or the laws of the State of Florida.

ARTICLE III
PURPOSES AND POWERS

The general purpose for which the Company is organized is to conduct any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV
REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Daniel Hicks, Esq., 421 South Pine Avenue, Ocala FL 34474.

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ARTICLE V
CAPITAL CONTRIBUTIONS

The Members of the Company shall contribute to the capital of the Company or property set forth as follows:

	<u>NAME</u>	<u>CAPITAL CONTRIBUTION/ %</u>	<u>Membership Units</u>
1.	Fred C. Armstrong	\$1,000.00 50%	50 Units
2.	Scott Armstrong	\$1,000.00 50%	50 Units

ARTICLE VI
ADDITIONAL CAPITAL CONTRIBUTIONS

Each Member shall make additional capital contributions to the Company as such times and in such amounts as may be provided in the regulations adopted by the Members or, in lieu thereof, only upon the unanimous consent of all the Members.

ARTICLE VII
ADMISSION OF NEW MEMBERS
(TRANSFERABILITY OF INTERESTS)

No additional Members shall be admitted to the Company except with the unanimous written consent of all the Members of the Company and upon such terms and conditions as shall be determined by all the Members. A Member may transfer his or her interest in the Company as set forth in the regulations of the Company, but transferee shall have no right to participate in the management of the business and affairs of the Company or become a Member unless all the other Members of the Company other than the Member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII
TERMINATION OF EXISTENCE (CONTINUITY OF LIFE)

The company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or Manager, or upon the occurrence of any other event that terminates the continued membership of a Member of the Company, unless the business of the Company is continued by the consent of a majority in interest of the remaining Members, provided there are at least two (2) remaining Members.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDAARTICLE IX
MANAGEMENT (MANAGEMENT BY MANAGER)

The Company shall be managed by a Member Manager or Member Managers in accordance with regulations adopted by the Member Managers for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The Company shall initially have two (2) Member Managers. Any Member/ Manager may sign any and all documents on behalf of the Company, including but no limited to documents to sell and convey, to borrow money and to grant a security interest in assets of the Company. Member Managers may also have an officer designation. The name and address of the initial Member Managers of the Company are:

NAME	DESIGNATION	ADDRESS
Scott W. Armstrong	Director/President	5802 Cherry Road Ocala FL 34472
Fred C. Armstrong	Director/Vice President Secretary	5802 Cherry Road Ocala, Florida 34472

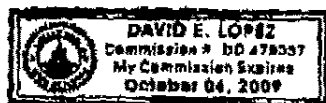
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Ocala, Florida, for the foregoing uses and purposes this 27 day of June, 2006.


Fred C. Armstrong, Incorporator

STATE OF FLORIDA
COUNTY OF MARION

Before me, personally appeared, Chris Armstrong to me well known and known to me to be the person described in and who executed the foregoing Articles of Organization and acknowledged to and before me that he executed said instrument for the purposes therein expressed, and that he is personally known to me or produced _____ as identification.

WITNESS my hand and official seal this 27 day of June, 2006.




Notary Public

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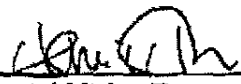
CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE AND ACCEPTANCE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name and address of the limited liability company is CITRA LODGE, LLC, 5802 Cherry Road, Ocala, Florida 34472.
2. The name and address of the registered agent and office is: Daniel Hicks, Esq., 421 South Pine Avenue, Ocala FL 34474.

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.

Dated: June 23, 2006



Daniel Hicks, Esq.

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