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CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 685854 149697A

AUTHORIZATION :

Spurlockman

COST LIMIT : \$ 125.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 26, 2006

ORDER TIME : 3:25 PM

ORDER NO. : 685854-025

CUSTOMER NO: 149697A

DOMESTIC FILING

NAME: MASTER PLANNED COMMUNITIES,
LLC

XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Kimberly Moret - EXT. 2949

EXAMINER'S INITIALS: _____

**ARTICLES OF ORGANIZATION
FOR
MASTER PLANNED COMMUNITIES, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled "Florida Limited Liability Company Act," does hereby adopt the following Articles of Organization for such company:

ARTICLE I - NAME

The name of the company shall be: **Master Planned Communities, LLC** (the "Company")

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is:
1031 W. Morse Blvd., Suite 325, Winter Park, Florida 32789

**ARTICLE III - CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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

1. The name of the limited liability company is: Master Planned Communities, LLC
2. The name and the Florida street address of the registered agent are:

Allan E. Keen

NAME

1031 W. Morse Blvd., Suite 325

Florida street address (P.O. Box **NOT** Acceptable)

Winter Park, FL 32789

City, State and Zip

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.


Allan E. Keen

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ARTICLE IV - DURATION

The period of duration for the Company shall be **Perpetual** unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of the member, unless the business of the Company is continued by the consent of all of the remaining members unless otherwise provided in the Operating Agreement.

ARTICLE V - MANAGEMENT

The Company is to be managed by a member and the name and address of the managing member is:

Allan E. Keen
1031 W. Morse Blvd., Suite 325
Winter Park, FL 32789

ARTICLE VI - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: Additional members may be admitted upon the approval of a majority of the members of the Company unless otherwise provided in the Operating Agreement.

ARTICLE VII - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company shall be: the remaining members of the Company may continue the business upon the termination of membership of a member in the Company on unanimous agreement unless otherwise provided in the Operating Agreement.

(In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true)



Signature of a member or authorized
Representative of a member

Allan E. Keen

Typed or Printed Name of Signee