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DIVISION OF CORPORATIONS
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MALCOLM P. GALVIN III *
ATTORNEY AT LAW / PROCTOR IN ADMIRALTY

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ORLANDO, FLORIDA 32801

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* ADMITTED IN FLORIDA, LOUISIANA, AND MASSACHUSETTS.

April 27, 2007

BY U.S.P.S. PRIORITY MAIL (w/ Delivery Confirmation)

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: **Filing Original Articles of Organization to Form New Florida LLC**
Holden Heights Project, LLC

Dear Sir / Madam:

To form the above-referenced Florida limited liability company, I enclose:

1. Articles of Organization for Holden Heights Project, LLC (original); and
2. \$125 check, payable to the "Florida Department of State," as full payment of the required filing fee.

Please return all correspondence concerning this matter to me (at my office address set forth above). For further information concerning this matter, please do not hesitate to contact me. I can be reached most directly at any time by email (mpg3@bellsouth.net) or cell phone (321-229-7455).

Thank you.

Respectfully,

MPG III

Malcolm P. Galvin III

Enclosures

HOLDEN HEIGHTS PROJECT, LLC
ARTICLES OF ORGANIZATION

To form a new limited liability company, pursuant to the Florida Limited Liability Company Act (Chapter 608, Florida Statutes), the sole member, by and through its authorized representative, hereby states:

Name

1. The name of the limited liability company is: Holden Heights Project, LLC.

Principal Office

2. The mailing and street address of the principal office of the limited liability company is: 1330 W. Lee Road, Orlando, Florida, 32810.

Registered Agent

3. The name and street address of the initial registered agent for service of process on the limited liability company is: Belton E. Jennings III, 1330 W. Lee Road, Orlando, Florida, 32810.

Members

4. The name and principal address of the sole member of the limited liability company is: Florida Real Estate Foundation, Inc., 1330 W. Lee Road, Orlando, Florida, 32810.

5. The limited liability company shall be a member-managed company.

WITNESS THE EXECUTION HEREOF by the sole member, by and through its authorized representative on the date set forth below. (The effective date of these articles of organization shall be the date of filing.)

Dated: April 20, 2007

By: 

Belton E. Jennings III, Board of Trustees
Florida Real Estate Foundation, Inc.

Acceptance of Registered Agent Appointment

I hereby execute this statement in writing accepting the foregoing appointment, simultaneously with being designated, as registered agent for service of process on the limited liability company; and I further state that I am familiar with, and accept, the obligations of that position as provided for in the Florida Limited Liability Company Act (Chapter 608, Florida Statutes).

Dated: April 20, 2007

By: 

Belton E. Jennings III, Registered Agent
Holden Heights Project, LLC

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