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PLEASE ARRANGE FILING OF THE ATTACHED ARTICLES OF ORGANIZATION AND RETURN A CERTIFICATION TO ME AS SOON AS POSSIBLE. THANK YOU.

FLORIDA/FOREIGN LIMITED LIABILITY CO.

MAINSAIL VILLAS II, LLC

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III MERITAS LAW FIRMS WORLDWIDE

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**ARTICLES OF ORGANIZATION
OF
MAINSAIL VILLAS II, LLC**

ARTICLE I - NAME

The name of this limited liability company is Mainsail Villas II, LLC (the "Company").

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Company is 301 E. Pine Street, Suite 750, Orlando, Florida 32801.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Company is 301 E. Pine Street, Suite 750, Orlando, Florida 32801 and the name of the initial registered agent of the Company at that address is H. Blaine Strickland.

ARTICLE IV - MANAGEMENT

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.



H. Blaine Strickland, Member or Authorized
Representative of a Member

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ACCEPTANCE OF REGISTERED AGENT

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 as provided for in Chapter 608, Florida Statutes.



H. Blaine Strickland