

Division of Corporations

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To:

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From:

Account Name : KNOTT, CONSOER, EBELINI HART & SWETT, P.A.  
Account Number : 072100000455  
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LS

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

Model Village, LLC

Certificate of Status	0
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**ARTICLES OF ORGANIZATION**  
**OF**  
**MODEL VILLAGE, LLC**

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

**ARTICLE I - NAME**

The name of the limited liability company shall be Model Village, LLC ("Company").

**ARTICLE II - ADDRESS**

The mailing address and street address of the principal place of business of the Company in Florida shall be 4524 SE 16<sup>th</sup> Place, #2C, Cape Coral, Florida 33904.

**ARTICLE III - 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.

**ARTICLE IV - PURPOSES AND POWERS**

The general purpose for which the Company is organized is to conduct and to transact 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 V - REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent and office of the Company in the State of Florida is George H. Knott, Esq., Knott, Consoer, Ebelini, Hart & Sweet P.A., 1625 Hendry Street, Suite 301, Fort Myers, Florida 33901.

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#### **ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the amounts set forth below beside their respective names:

<u>Name and Address of Member</u>	<u>Capital Contribution</u>	<u>Initial Member Percentage Interest</u>
Timberline Builders, Inc. 3618 Del Prado Blvd. Cape Coral, FL 33904	\$1,000.00	33%
Paul Homes, Inc. 4524 SE 16 <sup>th</sup> Place, #2C Cape Coral, FL 33904	\$1,000.00	33%
Marvin Development Corporation 6720 Winkler Road Fort Myers, FL 33919	\$1,000.00	33%

#### **ARTICLE VII - ADMISSION OF NEW MEMBERS**

Except as expressly provided for in the Operating Agreement of the Company, 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 of the members. A member may transfer the member's interest in the Company only as set forth in the Operating Agreement of the Company, but the transferee, except as is expressly provided for in the Operating Agreement of the Company, shall have no right to participate in the management and affairs of the company or become a member unless all of the other members of the company, other than the member proposing to dispose of an interest, approve of the proposed transfer, by unanimous written consent.

#### **ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS**

The members of the limited liability company shall have the right to continue the business upon 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.

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**ARTICLE IX - MANAGEMENT**

The Company shall be managed by the members and the names and addresses of the managing members are:

<u>Name</u>	<u>Address of Member</u>
Timberline Builders, Inc.	3618 Del Prado Blvd. Cape Coral, FL 33904
Paul Homes, Inc.	4524 SE 16 <sup>th</sup> Place, #2C Cape Coral, FL 33904
Marvin Development Corporation	6720 Winkler Road Fort Myers, FL 33919

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledge them to be our act this 24<sup>th</sup> day of May, 2007.

TIMBERLINE BUILDERS, INC.

BY: 

Brian D. Gomer, Vice President

PAUL HOMES, INC.

BY: 

Robert D. Knight, Jr., Vice President

MARVIN DEVELOPMENT  
CORPORATION

BY: 

Richard F. Durling, President

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for Model Village, LLC at the place designated in the Articles of Organization, George H. Knott, Esq., agrees to act in this capacity and agrees to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and accepts the duties and obligations of Section 607.0505, Florida Statutes.

Dated: May 24, 2007

  
George H. Knott, Esq.

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