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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Victoria Gardens at
Leesburg, LLC

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- ☐ Fictitious Search
- ☐ Fictitious Owner Search
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ARTICLES OF ORGANIZATION
OF
VICTORIA GARDENS AT LEESBURG, LLC

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I
NAME

The name of this Limited Liability Company shall be VICTORIA GARDENS AT LEESBURG, LLC.

ARTICLE II
DURATION

This Limited Liability Company shall have perpetual duration unless earlier terminated by the members.

ARTICLE III
PURPOSE

This Limited Liability Company is being formed for the purpose of engaging in any activities or business permitted for a limited liability company under the laws of the State of Florida.

ARTICLE IV
PLACE OF BUSINESS AND REGISTERED AGENT

The initial principal place of business and the initial mailing address of this Limited Liability Company shall be 6342 Berkshire Pass, Leesburg, Florida 34748; provided that the principal place of business may be changed from time to time and the Limited Liability Company may have such other place or places of business as the members from time to time may determine. The name of the original registered agent of this Limited Liability Company is THOMAS R. JOHNSON, SR., whose address is 6342 Berkshire Pass, Leesburg, Florida 34748.

ARTICLE V
CONTRIBUTIONS TO CAPITAL

The initial capital of this Limited Liability Company shall consist of the sum of not less than One Thousand and no/100 Dollars (\$1,000.00) contributed by its members in money or in property, the fair market value thereof being determined by agreement of all the members. No additional contributions will be required to be made, but may be made, by any

member of this Limited Liability Company, upon unanimous approval of the members.

ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS
AND
TRANSFER OF MEMBERS' INTEREST

No person shall be admitted as an additional member of this Limited Liability Company, without the unanimous approval of the members, which none of them shall be required to give.

A member's interest in this Limited Liability Company shall not be transferred, whether voluntarily or involuntarily, by operation of law, by execution or levy of judgment or lien, by judgment or order of court or by any other means, without the unanimous approval of the remaining members, which they shall not be required to give. Without the unanimous approval of the remaining members, any such putative transfer of a member's interest shall not entitle the transferee to become a member of or to participate in the management of this Limited Liability Company and shall entitle the would-be transferee solely to and as a charge upon (i) the share of income of, and (ii), when, as and if declared unanimously by the remaining members, distributions, by way of profits, return of capital or otherwise, from this Limited Liability Company, but not including any compensation paid to would-be transferor for services rendered to this Limited Liability Company.

ARTICLE VII
MEMBERS AND MANAGEMENT OF BUSINESS

The name, address and percentage interest of the member of this Limited Liability Company is:

THOMAS R. JOHNSON, SR.	100%
6342 Berkshire Pass	
Leesburg, Florida 34748	

The business of this Limited Liability Company shall be managed by the member named above. The member/manager named above is authorized to employ personnel to conduct the day-to-day business of this Limited Liability Company.

ARTICLE VIII
WITHDRAWAL, RETIREMENT, DEATH, BANKRUPTCY
OR EXPULSION

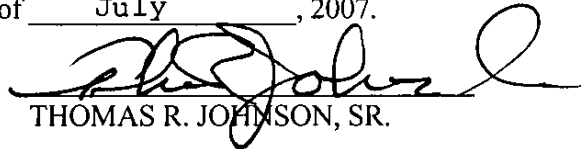
Upon the retirement, resignation, expulsion, bankruptcy or dissolution of a member, this Limited Liability Company shall be dissolved, if the remaining members so elect in writing. The members, other than a deceased, retired, resigned or expelled member, may consent to continue the business of this Limited Liability Company, or by amendment to

these Articles of Organization may provide for the continued existence of this Limited Liability Company subsequent to the foregoing events, if the remaining members make appropriate distribution to the former member, his heirs, beneficiaries or successors of ownership of assets.

ARTICLE IX
AMENDMENTS

These Articles may be amended from time to time by a unanimous written consent of any and all the members, and the amendment shall be filed, duly signed by all members of this Limited Liability Company, with the Florida Department of State.

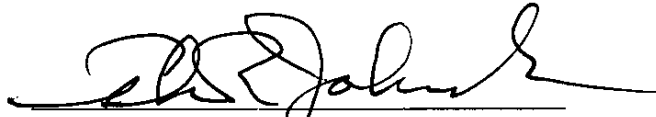
IN WITNESS WHEREOF, the undersigned, being the initial member has executed these Articles of Organization on this 24th day of July, 2007.


THOMAS R. JOHNSON, SR.

Certificate designating place of business or domicile for the service of process within Florida, naming agent upon whom process may be served.

In compliance with §48.091, Florida Statutes, the following is submitted:

That VICTORIA GARDENS AT LEESBURG, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 6342 Berkshire Pass, Leesburg, Florida 34748, State of Florida, has named THOMAS R. JOHNSON, SR. located at 6342 Berkshire Pass, Leesburg, Florida 34748, as its registered agent to accept service of process within Florida.




THOMAS R. JOHNSON, SR.

TITLE: Manager/Member

DATE: July 24, 2007

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



THOMAS R. JOHNSON, SR.

Registered Agent

DATE: July 24, 2007