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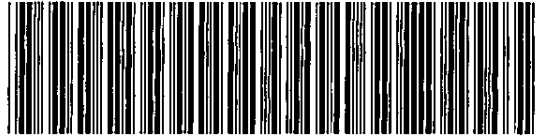
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BRUCE

JAN 31 2008

EXAMINER

ARTICLES OF ORGANIZATION OF
KALB RESIDENTIAL PROPERTIES NO. 2, LLC
a Florida limited liability company

ARTICLE I

NAME

The name of this limited liability company is KALB RESIDENTIAL PROPERTIES NO. 2, LLC.

ARTICLE II

PURPOSE

- A. Purposes: The company is organized for any legal and lawful purpose for which a limited liability company may be organized, pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.
- B Powers: The company shall have and may exercise all powers and rights which a limited liability may exercise pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.

ARTICLE III

ADDRESS

The mailing and street address of the company's principal place of business shall be 183 NE Kalb Court, Lake City, Florida 32055.

ARTICLE IV

DURATION

The period of duration of the company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company 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, upon a meeting and unanimous vote within sixty (60) days of said event(s) to continue said business.

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ARTICLE V
MANAGEMENT

The management of the company shall be reserved to the members. The members shall have the power and authority to act on behalf of the company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and as further provided in the regulations of the company.

ARTICLE VI
MEMBERS

The names and addresses of the initial managing members are as follows:

CHARLES H. KALB
183 NE Kalb Court
Lake City, Florida 32055

DEBORAH E. KALB
183 NE Kalb Court
Lake City, Florida 32055

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ARTICLE VII
ADMISSION OF NEW MEMBERS

The member shall not have the right to admit new members to the company. New members may come in to the company only upon the agreement of those members owning at least 51% of the interest in the company, and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE VIII
MEMBER VOTING

- A. MEMBER VOTING: All members of the company shall be entitled to vote on matters relating to the company. Each member's vote shall be weighted in accordance with the regulations of the company.

- B. **ADDITIONAL CONTRIBUTIONS:** The members shall make additional capital contributions from time to time, as required or allowed by the regulations adopted by the company.

ARTICLE IX

ADOPTION OF REGULATIONS

The members shall adopt regulations for the company which regulations may contain any provision for the regulation and management of the affairs of the company not inconsistent with these Articles of Organization or Chapter 608, Florida Statutes.

ARTICLE X

AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the regulations permitting said amendment, at an annual or special meeting.

ARTICLE XI

**INITIAL ADDRESS OF REGISTERED OFFICE
AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 183 NE Kalb Court, Lake City, Florida 32055. The members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial registered agent is designated as CHARLES H. KALB. The registered agent of the limited liability company may be changed at any time by a vote of the members without an amendment of these Articles.

These Articles of Organization have been executed by the undersigned member this 29th day of January, 2008.


CHARLES H. KALB

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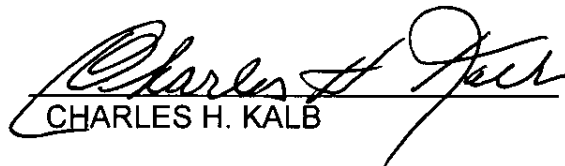
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 608, Florida Statutes, the following is submitted:

KALB RESIDENTIAL PROPERTIES NO. 2, LLC, desiring to organize under the laws of the State of Florida, with its principal office, as directed in the Articles of Organization, in the City of Lake City, County of Columbia, State of Florida, has named CHARLES H. KALB, whose address is 183 NE Kalb Court, Lake City, Florida 32055, as its Agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above styled limited liability company, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act, relative to keeping open said office.


CHARLES H. KALB

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