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LAW OFFICE OF
CLARK A. STILLWELL, LLC
ATTORNEY AT LAW

BANK OF INVERNESS BUILDING
320 U.S. HIGHWAY 41 SOUTH
INVERNESS, FLORIDA 34450

TELEPHONE: (352) 726-6767
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caslaw@tampabay.rr.com

MAILING ADDRESS:
POST OFFICE BOX 250
INVERNESS, FL 34451-0250

August 25, 2008

REGISTRATION SECTION
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314
Attention: Gina McLeod
Regulatory Specialist II

Re: Oak Hill Estates of Citrus County, LLC
Articles of Organization
Letter No: 608A00042375

Dear Sir or Madame:


Enclosed please find your Letter No.: 608A00042375, together with the Acceptance of Registered Agent as requested. Please return all correspondence concerning this matter to the following address:

Clark A. Stillwell, Esquire
Law Office of Clark A. Stillwell, LLC
Post Office Box 250
Inverness, Florida 34451
(352)-726-6767

For further information concerning this matter, please contact me at the above referenced telephone number. Thank you for your assistance.

Very truly yours,

LAW OFFICE of CLARK A. STILLWELL, LLC


Clark A. Stillwell

CAS/tp

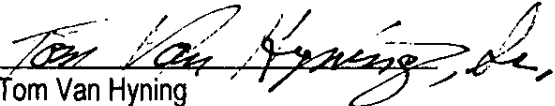
**ARTICLES OF ORGANIZATION
FOR
OAK HILL ESTATES AT CITRUS COUNTY, LLC**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
08 AUG 25 AM 10:16

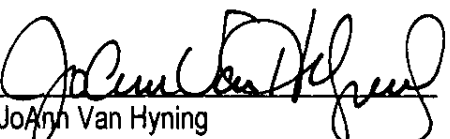
The undersigned organizer(s) of a limited liability company under the State of Florida Limited Liability Company Act adopts the following Articles of Organization:

1. Name. The name of the limited liability company is OAK HILL ESTATES AT CITRUS COUNTY, LLC Limited Liability Company.
2. Duration. The period of duration for this Limited Liability Company is in perpetuity from the date of filing the articles of Organization with the state, unless sooner dissolved by the members or as provided by state law.
3. Purpose. The purpose for which this Limited Liability Company is organized is to perform any lawful purpose except that of banking and insurance
4. Principal Place of Business. The street address of its principal place of business and officers where notices can be sent in this state office is:
2050 South West 66th Street, Ocala, Florida 34476
(**See article No. 11 for mailing address)
5. Registered Agent and office. The name of the company's registered agent, whose Consent to Appointment as Registered Agent is included with these articles, is:
Clark A. Stillwell, Post Office Box 250, Inverness, Florida 34451
and the address of the registered office within this state is:
320 U.S. Highway 41 South, Brannen Bank Building, Inverness, Florida 34450
6. Capitalization. The total capital contribution by the members of this LLC has an agreed value of \$100.00 per unit.
7. Additional Capital Contribution of Members. Additional capital contributions shall not be required.
8. Admission of Additional Members. Additional members may be admitted to this LLC only upon such terms as are unanimously agreed to by all members in the Operating Agreement.
9. Continuation. The remaining members of the limited liability company by unanimous vote may exercise the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the continued membership of a member in this Limited Liability Company. Members cannot enter a Business Continuation Agreement.
10. Management. The business of the Company shall be conducted under the exclusive management of its members who shall vote according to their proportionate interest in their company in all matters. Members cannot enter into a Business Dissolution Consent Agreement. The names and addresses of the members of the Company are:
(A) Tom Van Hying and (B) JoAnn Van Hying
11. Organizer. The name and address of each organizer of this Limited Liability Company is: Tom Van Hying, Post Office Box 4018, Ocala, Florida 34478,
and JoAnn Van Hying, Post Office Box 4018, Ocala, Florida 34478.
12. Document Drafter. This document was prepared by: Clark A. Stillwell
whose address is: Post Office Box 250, Inverness, Florida 34451

In Witness Whereof, this certificate has been subscribed this *2nd* day of *July, 2008* by the undersigned who affirms that the statements made herein are true under the penalties of perjury.


Tom Van Hying

Organizer/Member


JoAnn Van Hying

Organizer/Member

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for **Oak Hill Estates at Citrus County, LLC**, at 320 U.S. Highway 41 South, Inverness, Florida 34450, I 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.

DATED: 08/22/08

LAW OFFICE of CLARK A. STILLWELL, LLC

By: 
Clark A. Stillwell