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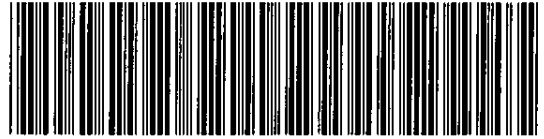
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COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: Three Fla Homes, L.L.C.

(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

David L. Hancock, Esq.

(Name of Person)

Law Office of Rene' G. VanDeVoorde

(Firm/Company)

1327 North Central Avenue

(Address)

Sebastian, FL 32958

(City/State and Zip Code)

For further information concerning this matter, please call:

David L. Hancock, Esq. at (**772**) **589-4353**

(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$125.00 Filing Fee
- \$130.00 Filing Fee & Certificate of Status
- \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)
- \$160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

Mailing Address
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF ORGANIZATION
OF
THREE FLA HOMES, L.L.C.**

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TALLAHASSEE FLORIDA

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

ARTICLE I -- NAME

The name of the limited liability company shall be Three Fla Homes, L.L.C. (hereinafter referred to as the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall initially be 1491 Abbott Lane, Sebastian, Florida 32958.

ARTICLE III -- DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles of Organization or the Operating Agreement of the Company.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida shall be Joanne McCarty, 1491 Abbott Lane, Sebastian, Florida 32958.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall initially contribute to the capital of the Company in such amounts as agreed to by the members. Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members or as may otherwise be provided in the Operating Agreement of the Company.

ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company, other than the member proposing to dispose of his or her interest, approve of the proposed transfer by unanimous written consent.

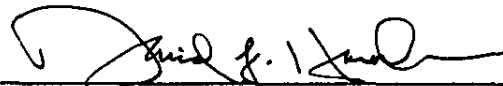
ARTICLE VII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or on the occurrence of any other event that terminates the continued membership of a member in the Company unless the business of the Company is continued by the consent of all the remaining members.

ARTICLE VIII -- MANAGEMENT

The Company shall be managed by the members in accordance with the operating agreement adopted by the members for the management of the business and affairs of the Company. The initial managers of the Company shall be Wayne A. Wolke, Joanne McCarty, and Gregory J. McCarty. The Operating Agreement of the Company may contain any provision for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization on November 1, 2008.



David L. Hancock, Esq., Authorized
Representative of Three Fla Homes, L.L.C.

**THREE FLA HOMES, L.L.C.
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED
OFFICE AND ACCEPTANCE OF REGISTERED AGENT**

Under the provisions of Florida Statutes, Chapter 608, Three Fla Homes, L.L.C., a Florida limited liability company, submits the following statement to designate a registered agent and registered office in the State of Florida:

1. The name of the limited liability company is Three Fla Homes, L.L.C.
2. The name of the registered agent is Joanne McCarty.
3. The registered office is 1491 Abbott Lane, Sebastian, Florida 32958.

The undersigned, being the person named in the Articles of Organization of Three Fla Homes, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.


Joanne McCarty, Registered Agent

Dated: Nov. 1, 2008

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