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DIVISION OF CORPORATION:

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TROY B. HAFNER, LL.M.*

WILLIAM N. KIRK, LL.M.

* FL. BOARD CERTIFIED WILLS. TRUSTS AND ESTATES

CHRISTOPHER H MARINE

Gould Cooksey Fennell, P.A.

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JASON L. ODOM EUGENE J. O'NEILL** CHRISTOPHER K. PEGG. LL.M. SANDRA G. RENNICK JOHN R. GOULD (1921-1988) DARRELL FENNELL (1937-2004) CLINT S. MALONE (1974-2007)

> " FL. BOARD CERTIFIED CIVIL TRIAL, BUSINESS LITIGATION AND CONSTRUCTION LAW

October 6, 2009

Division of Corporations Att: Registration Section P. O. Box 6327 Tallahassee, FL 32314

Re: Waterside Homes of Vero Beach, LLC

Dear Sirs:

Enclosed please find the original and one copy of Articles of Organization for Waterside Homes of Vero Beach, LLC, together with our check in the amount of \$125.00 representing the filing fees. Please return the receipted copy to the undersigned in the envelope provided.

Should you have any questions, please do not hesitate to contact us.

Very truly yours,

Legal Assistant to Sandra G. Rennick

JLK\ilk

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I -- NAME

The name of the Limited Liability Company is **WATERSIDE HOMES OF VERO BEACH, LLC**

ARTICLE II -- ADDRESS

The street address of the principal office of the Limited Liability Company is:

15 Royal Palm Pointe Vero Beach, FL 32960

The mailing address of the Limited Liability Company is:

P. O. Box 643282 Vero Beach, FL 32964

ARTICLE III -- REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE

The name and the Florida street address of the Registered Agent is:

Sandra G. Rennick, Attorney at Law 979 Beachland Boulevard Vero Beach, FL 32963

Having been named as Registered Agent and to accept service of process for the above stated Limited Liability Company at the place designated in this Article of these Articles of Organization, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent as provided for in Chapter 608 of the Florida Statutes.

SANDRA G. RENNICK, Registered Agent

ARTICLE IV -- MANAGEMENT

The Limited Liability Company shall be managed by one (1) or more Managers and is, therefore, a manager-managed company.

The Managers shall be elected annually in the manner prescribed in the Operating Agreement for this Limited Liability Company. The initial manager of the Limited Liability Company will be Ronald J. Rennick.

ARTICLE V -- GOVERNED BY OPERATING AGREEMENT

The Company shall be governed by and operated pursuant to the terms and conditions of a written Operating Agreement.

ARTICLE VI -- EFFECTIVE DATE

These Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, an authorized representative of a Member has affixed her signature this 24 day of October, 2009.

Sandragg. Rennick, Authorized Representative