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From: Porter, Wright, Morris &amp; Arthur LLP

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Tuscany at The Colony II, LLC**

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Porter Wright Morris & Arthur LLP  
9132 Strada Place, Third Floor  
Naples, Florida 34108-2683  
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**RE: Tuscany at The Colony II, LLC**

**Fax Audit No.: H090002523623**

Please file the following regarding the above limited liability company:

1. Articles of Organization.

We have requested a certificate of status and a certified copy of same.

Please call me if you have any questions. Thank you.

From: Gary K. Wilson, Esq. Telephone: (239) 593-2952

THE ORIGINAL OF THIS DOCUMENT WILL BE SENT BY:

- ☐ ORDINARY MAIL ☐ OVERNIGHT DELIVERY SERVICE  
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ARTICLES OF ORGANIZATION  
OF  
TUSCANY AT THE COLONY II, LLC

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

ARTICLE I -- NAME

The name of the limited liability company shall be TUSCANY AT THE COLONY II, LLC (the "Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the initial principal office of the Company shall be Porter, Wright, Morris & Arthur LLP, 9132 Strada Place, 3<sup>rd</sup> Floor, Naples, Florida 34108.

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 in the Company's Operating Agreement.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida are Gary K. Wilson, Esquire, 9132 Strada Place, 3<sup>rd</sup> Floor, Naples, Florida 34108.

ARTICLE V -- MANAGEMENT

The Company shall be managed by one or more Managing Members in accordance with the Operating Agreement adopted by the members for the management of the business affairs of the Company. The Operating Agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or the Articles of Organization. At the time that these Articles are executed, the Managing Members are as follows:

Gary K. Wilson  
9132 Strada Place  
3<sup>rd</sup> Floor  
Naples, Florida 34108

Gary Wilton  
9132 Strada Place  
3<sup>rd</sup> Floor  
Naples, Florida 34108

David Smock  
9132 Strada Place  
3<sup>rd</sup> Floor  
Naples, Florida 34108

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ARTICLE VI -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the Company except with the written consent of the Managing Members of the Company. 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 of 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.

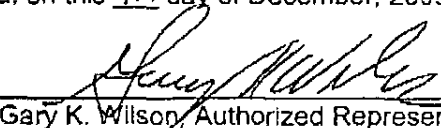
#### ARTICLE VII – WITHDRAWAL OF MEMBERS

A member of the Company may withdraw from the Company upon the unanimous prior consent of all the non-withdrawing members of the Company.

#### ARTICLE VIII – TERMINATION OF EXISTENCE

The Company shall be dissolved upon the occurrence of events specified in the Company's Operating Agreement.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Naples, Florida, on this 4th day of December, 2009.

  
Gary K. Wilson, Authorized Representative of Members

#### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of TUSCANY AT THE COLONY II, LLC, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: December 4, 2009.

  
Gary K. Wilson, Registered Agent

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