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Florida Department of State

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FLORIDA LIMITED LIABILITY CO.

Wheatley Homes, LLC

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ARTICLES OF ORGANIZATION OF WHEATLEY HOMES, LLC

The undersigned, Scott Wheatley, a natural person competent to control and a member of Wheatley Homes, LLC, hereby presents these Articles of Organization as the Articles of Organization of Wheatley Homes, LLC, a limited liability company formed under the provisions of Chapter 605, Florida Statutes.

ARTICLE I - NAME

The name of the limited liability company is Wheatley Homes, LLC. This limited liability company is referred to in these Articles of Organization as the "Company."

ARTICLE II - PRINCIPAL OFFICE ADDRESS

The Company's mailing address is P.O. Box 537, Gulf Breeze, FL 32561 and street address of the Company's initial principal office is 33 Gulf Breeze Parkway, Gulf Breeze, FL 32562. The Company's principal office may hereafter be at such other place or places as its members from time to time may determine.

ARTICLE III - PURPOSE AND POWERS

The Company is organized for any legal and lawful purpose for which a limited liability company may be organized and shall have all powers and rights which a limited liability company may exercise pursuant to Chapter 605, Florida Statutes.

ARTICLE IV - COMMENCEMENT AND TERM OF EXISTENCE

The date for commencement of the Company's existence shall be the date these Articles of Organization are filed with the Florida Department of State. The Company shall have a perpetual existence unless the Company is terminated as provided in its Operating Agreement.

ARTICLE V - REGISTERED OFFICE AND AGENT

The registered office of the Company is 33 Gulf Breeze Parkway, Gulf Breeze, FL 32561 and the name of the registered agent at that address is Scott Wheatley.

ARTICLE VI – MANAGEMENT

The Company shall be managed by managers in accordance with the terms of the Operating Agreement of the Company. The names and addresses of the initial managers of the Company are as follows:

Scott Wheatley P.O. Box 537 Gulf Breeze, FL 32561 Denise L. Wheatley P.O. Box 537 Gulf Breeze, FL 32561

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IN WITNESS WHEREOF, the undersigned member of the Company has executed these Articles of Organization on the date set forth below.

MEMBER:

SCOTT WHEATLEY

Date: A

REGISTERED AGENT ACCEPTANCE

I do hereby accept the foregoing designation as registered agent of Wheatley Homes, LLC I am familiar with and accept the duties and obligations of such designation.

SCOTT WHEATLE

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