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FAX #: (850)922-4000

FROM: PORTER, WRIGHT, MORRIS & ARTHUR
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NAME: ROBARE AND JOHNSON DEVELOPERS, LLC
AUDIT NUMBER.....H98000012260
DOC TYPE.....LIMITED LIABILITY COMPANY
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ARTICLES OF ORGANIZATION
OF
ROBARE AND JOHNSON DEVELOPERS, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Robare and Johnson Developers, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be c/o William J. Robare, 15725 North Tamiami Trail, Naples, Florida 34110.

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.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is William J. Robare, 15725 North Tamiami Trail, Naples, Florida 34110.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members.

Prepared By:
Robert C. Gebhardt, Esq.
Fla. Bar No. 343749
4501 Tamiami Trail North, Ste 400
Naples, Florida 34103
941-263-8898

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ARTICLE VII – 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 regulations 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 VIII – TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, 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, provided there are at least two remaining members.

ARTICLE IX – MANAGEMENT

The Company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these articles of organization. The name and address of the initial manager of the Company is William J. Robare, 15725 North Tamiami Trail, Naples, Florida 34110.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Naples, Florida, on this 1st day of July, 1998.


William J. Robare

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to and subscribed before me this 1st day of July, 1998, by William J. Robare.


Notary Public – State of Florida

Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification

Type of Identification Produced



BARBARA A. MCGORRY
MY COMMISSION # 00465908 EXPIRES
May 21, 1999
BONDED THRU TROY FARM INSURANCE, INC.

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ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of ROBARE AND JOHNSON DEVELOPERS, 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 or her duties, and is familiar with and accept the obligations of the position of registered agent.


WILLIAM J. ROBARE
Registered Agent

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EXHIBIT A

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of ROBARE AND JOHNSON DEVELOPERS, LLC, deposes and says:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the member(s) is \$1,000.00.
3. If any, the agreed value of services contributed by member(s) is \$10,000.00. A description of the services is as follows: directing the construction of a single family residence.
4. The total amount of cash, services, or property anticipated to be contributed by members(s) is \$11,000.00.
This total includes amounts from 2 and 3 above.

THE AFFLIANT SAYS NOTHING FURTHER

Dated: July 1, 1998

William J. Robare
Name: William J. Robare

STATE OF FLORIDA
COUNTY OF COLLIER

Sworn to and subscribed before me this 1st day of July, 1998, by William J. Robare.

Barbara A. McGorry
Notary Public -- State of Florida

Print, Type or Stamp
Commissioned Name of Notary Public

Personally Known OR Produced Identification

Type of Identification Produced

(SEAL)

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BARBARA A. MC GORRY
MY COMMISSION # 00469908 EXPIRES
May 21, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

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