198000001307 **CORPORATION**

ACCOUNT NO. : 072100000032

81823A REFERENCE: 911975

AUTHORIZATION :

COST LIMIT :

ORDER DATE: July 31, 1998

ORDER TIME : 10:07 AM

ORDER NO. : 911975-005

CUSTOMER NO: 81823A

Ms. Mary Jean Navaretta CUSTOMER:

STEPHEN NAVARETTA, ESQ

Suite 203

1100 Sw St. Lucie West Blvd

Port St. Lucie, FL 34986

700002604377--1

DOMESTIC FILING

NAME:

VILLA HOMES & INVESTMENTS,

L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Stacy L Earnest

EXAMINER'S INITIAL

38 7NF 31 bH15: 23



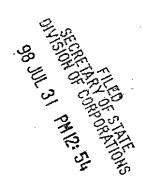
FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 3, 1998

STACY EARNEST CSC NETWORKS TALLAHASSEE, FL

SUBJECT: VILLA HOMES & INVESTMENTS, L.L.C.

Ref. Number: W98000017520



RESUBMIT

Please give original আক্রমণোতা date as file date.

We have received your document for VILLA HOMES & INVESTMENTS, L.L.C. and the authorization to debit your account in the amount of \$285.00. However, the document has not been filed and is being returned for the following:

The affidavit must list THREE MONEY AMOUNTS. Right now, it lists 2. Ist states the amount of cash that has been contributed, and the amount of property that has been contributed.

But it must also state the TOTAL ANTICIPATED AMOUNT OF CASH AND PROPERTY CONTRIBUTED AND ANTICIPATED TO BE CONTRIBUTED BY THE MEMBERS.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr Corporate Specialist

Letter Number: 098A00040464

98 NS -3 PM 3: 23

ARTICLES OF ORGANIZATION

OF

VILLA HOMES & INVESTMENTS, L.L.C.

COME NOW, the undersigned hereby and state the following Article of Organization of VILLA HOMES & INVESTMENTS, L.L.C., as follows:

ARTICLE I

NAME

A. The name of the limited liability company shall be: VILLA HOMES & INVESTMENTS, L.L.C.

ARTICLE II

DURATION

B. The duration of the limited liability company shall be perpetual, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE III

PRINCIPAL PLACE OF BUSINESS

C. The mailing address and the street address of the principal office of the limited liability company is 3351 S.E. River Vista Drive, Port St. Lucie, Florida 34952.

ARTICLE IV

MANAGEMENT

This limited liability company shall be managed by the members. The members are Olindo D'Alessandro and Christina D'Alessandro whose address is 17909 Gardenia, Clinton Township, MI 48036.

ARTICLE V

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and street address of the initial registered agent of the limited liability company is Stephen Navaretta, Attorney at Law, 1100 S.W. St. Lucie West Boulevard, Suite 203, Port St. Lucie, Florida 34986.

ARTICLE VI

RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminated the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The remaining members of the limited liability company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company.

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ARTICLE VII -

AMENDMENT

This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

The undersigned, being the original members of the limited liability company, hereby certify that the foregoing constitutes the Articles of Organization of VILLA HOMES & INVESTMENTS, L.L.C.

Executed by the undersigned in Clinton Township, Michigan, on the 27th day of July, 1998.

Olindo D'Alessandro

 α

Christina D'Alessandro

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Organization, I, STEPHEN NAVARETTA, ESQ., hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated, this 20 day of July, 1998.

STEPHEN NAVARETTA, ESQ.

STATE OF MICHIGAN

COUNTY OF MACANA

COMES NOW, OLINDO D'ALESSANDRO and CHRISTINA D'ALESSANDRO and upon oath duly given depose and say:

- 1. VILLA HOMES & INVESTMENTS, L.L.C. has at least two (27) members. Affiants are the members of VILLA HOMES & INVESTMENTS, L.L.C.
- 2. The cash contribution of the members to the Limited Liability Company is \$300,000.00.
- 3. No property other than cash is being contributed to the Limited Liability Company.

DATED this 27th day of July, 1998.

4. The total amount of cash and property is \$300,000.00.

Austina O' alessandro

SWORN TO and SUBSCRIBED before me, this 27th day of

July . 1998, by OLINDO D'ALESSANDRO and CHRISTINA

D'ALLESANDRO, who are personally known to me and who did take an oath.

(NOTARY SEAL)

JOYCE CUNNINGHAM
Notary Public, Macomb County, MI
My Commission Expires Mar. 23, 2002

Notary Public
STATE OF MICHIGAN
My Commission Expires:

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ARTICLES OF ORGANIZATION

OF

VILLA HOMES & INVESTMENTS, L.L.C.

COME NOW, the undersigned hereby and state the following Article of Organization of VILLA HOMES & INVESTMENTS, L.L.C., as follows:

ARTICLE I

NAME

A. The name of the limited liability company shall be: