

L99000003772



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 287638 81178A

AUTHORIZATION :

Patricia Pujols

COST LIMIT : \$ 337.50

ORDER DATE : June 25, 1999

ORDER TIME : 2:17 PM

ORDER NO. : 287638-005

CUSTOMER NO: 81178A

400002916284--5

CUSTOMER: Sigrid M. Henshaw, Esq
SIGRID M. HENSHAW, P.A.
SIGRID M. HENSHAW, P.A.
P. O. Box 150639
2313 Southeast 27th Terrace
Cape Coral, FL 33904

DOMESTIC FILING

NAME: RANCHO VISTA LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

(Handwritten initials)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

NYL 6/25/99

**ARTICLES OF ORGANIZATION FOR
RANCHO VISTA LLC**

The undersigned member, acting as an organizer of a limited liability company under the Florida Limited Liability Company Act, F. S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

ARTICLE I - NAME

The name of the Limited Liability Company (hereinafter the "Company") shall be:

RANCHO VISTA LLC.

ARTICLE II - 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 dissolved earlier by the unanimous written agreement of all members of the Company or as provided in these Articles of Organization.

ARTICLE III - ADDRESS

The mailing address and the street address of the principal office of the Company shall be:

8310 Trentwood Ct.
Fort Myers, FL 33912.

ARTICLE IV - REGISTERED AGENT

The name and street address of the initial registered agent in the state of Florida shall be:

Mark R. Seltzer
8310 Trentwood Ct.
Fort Myers, FL 33912.

ARTICLE V - ADMISSION OF NEW MEMBERS

Except as set forth in the Company's Regulations, no additional members shall be admitted to the company except with the unanimous written consent of all members and on such terms and conditions as shall be determined by said members. A member may transfer his, her or its interest in the Company, subject to the limitations on transferability of a

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member's interest as set forth in the Company's Regulations and F. S. 608.432.

ARTICLE VI - MEMBERS' RIGHT TO CONTINUE BUSINESS

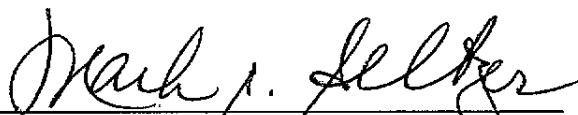
The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of a majority vote of the remaining members of the Company.

ARTICLE VII - MANAGEMENT

The Company shall be managed by a manager in accordance with the 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:

RIO VISTA MANAGEMENT CORP.
8310 Trentwood Ct.
Fort Myers, FL 33912

IN WITNESS WHEREOF, the undersigned member/organizer, for the purpose of forming a limited liability company under the laws of the State of Florida, does make, subscribe, acknowledge and file the foregoing Articles of Organization, and hereby certifies that the facts stated therein to be true, all being done as of this 23rd day of June 1999.


MARK A. SELTZER, Member/Organizer

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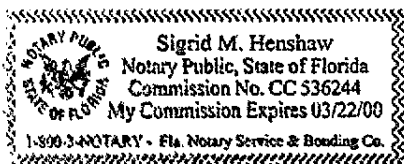
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ACKNOWLEDGMENT

State of Florida)
) ss:
County of Lee)

I hereby certify that before me, the undersigned authority, duly authorized to take acknowledgments and administer oaths in the State of Florida, personally appeared MARK A SELTZER, who identified himself to me by his Florida Driver's License # 5432-556-60-244-D, which expires on 07/04/02, as the person who made and subscribed to the foregoing Articles of Organization, and certified and acknowledged to me that said Articles were executed by him as his voluntary act and deed for the uses and purposes therein expressed.

WITNESS my hand and seal on this 23rd day of June, 1999.



Sigrid M. Henshaw
Notary Public: Sigrid M. Henshaw
Commission No.: CC 536244
Commission Expires: 3/22/00

ACCEPTANCE BY REGISTERED AGENT

THE UNDERSIGNED, being the person named in the Articles of Organization of Rancho Vista LLC,, as registered agent of this limited liability company, hereby consents to accept service of process for the said 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.

Mark R. Seltzer
Mark R. Seltzer, Registered Agent

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS FOR
RANCHO VISTA LLC**

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State of Florida)
) ss.
County of Lee)

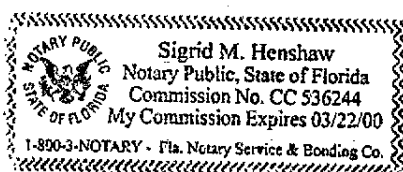
BEFORE ME, a Notary Public in and for said County and State, on this date appeared MARK R. SELTZER, a member of RANCHO VISTA LLC, a proposed Florida Limited Liability Company, who being by me first duly sworn, deposes and says as follows:

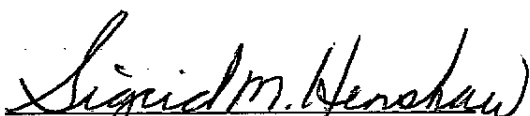
1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the members is: \$ None
3. If any, the agreed value of property other than cash contributed by
 the members is: \$ None
 No description of contributed property is attached and made a part
 hereof, as no property other than cash was contributed by the members.
4. The total amount of cash and/or property anticipated to be contributed
 by the members is: \$2,500.00

FURTHER AFFIANT SAYETH NAUGHT.


MARK R. SELTZER, Member

SWORN TO AND SUBSCRIBED before me on this 24th day of June, 1999, by MARK R. SELTZER, who produced his FL Drivers License No. 5432-556-30-244-0, which expires on 07/04/02, as identification.




Notary Public: Sigrid M. Henshaw
Commission No: CC536244
Expires on: 03/22/00