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CARLTON
LAKES

November 16, 1999

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

RE: Articles of Organization Initial Filing

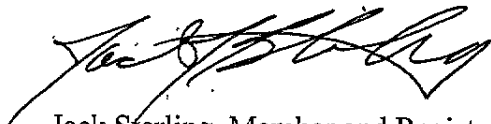
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-11/17/99--01092--007
****160.00 ****160.00

Dear Division of Corporations:
Enclosed please find the following:

1. Articles of Organization for a Florida Limited Liability Company.
2. Affidavit of Membership and Contributions.
3. Certificate of Designation of Registered Agent/Office.
4. A check in the amount of \$160.00 for filing fees.

Please register this corporation in the State of Florida. If you have any questions, you may contact me at the numbers below. Thank you in advance for your cooperation.

Sincerely,



Jack Sterling, Member and Registered Agent.

99 NOV 17 AM 8:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: MIRASOL Realty, L.L.C.

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for

\$160.00
Filing Fee,
Designation of Registered Agent,
Certified Copy
& Certificate of Status

FROM:

NAME: MIRASOL Realty, L. L. C.
2405 Piper Blvd.
Naples, FL 34110

Daytime Phone 941-596-9067 ext. 22
Jack Sterling, Registered Agent.



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles Of Organization For Florida Limited Liability Company

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 is:

MIRASOL Realty, L.L.C., hereinafter "Company".

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

2405 Piper Boulevard
Naples, FL 34110

ARTICLE III - DURATION

The Company shall commence its existence on the date that these Articles of Organization are filed by the Florida Department of state. The Company's existence shall terminate not later December 31, 2020, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE IV - TERMINATION OF EXISTENCE

The Company shall be dissolved upon the death, bankruptcy, retirement, insanity, resignation, expulsion or dissolution of any member or manager, or upon 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 is at least one remaining member.

ARTICLE V - 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 of 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 or affairs of Company or become a member unless all the other members of the Company other than the member proposing of his or her interest approve of the proposed transfer by unanimous written consent.

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TALLAHASSEE, FLORIDA

**Page two, Articles of Organization for Florida Limited Liability Company
MIRASOL Realty, L.L.C.**

ARTICLE VI - MANAGEMENT

The Company is to be managed by a Managing Member and the name and address of such Managing Member is:

CCMS Development, L. L. C.
Christopher G. Claussen, Managing Member
2404 Piper Boulevard
Naples, FL 34110

The Managing Member shall hold the exclusive voting interest in the Company and the exclusive power to adopt, alter, amend or repeal the regulations of the Company.

ARTICLE VII - MEMBERSHIP AND CAPITAL CONTRIBUTIONS

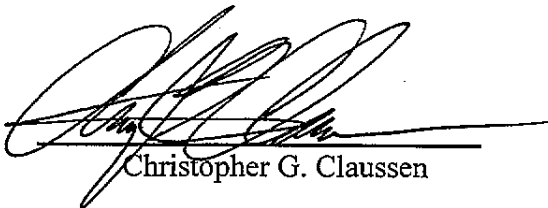
The Affidavit of Membership and Contributions for the company is attached hereto and incorporated herein as Exhibit "A".

ARTICLE VIII - REGISTERED AGENT AND OFFICE

The Certificate of Designation of Registered Agent/Registered Office for the Company is attached hereto and incorporated herein as Exhibit "B".

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization on the 16th of November, 1999.

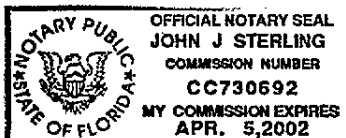
ORGANIZER:


Christopher G. Claussen

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF COLLIER

SWORN TO AND SUBSCRIBED before me this 16th of November, 1999 by Christopher G. Claussen, who is personally known to me.
(SEAL)





Notary Public
My Commission Expires: Apr. 5, 2002

EXHIBIT "B"

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.


1. The name of the limited liability company is:

MIRASOL Realty, L.L.C.

2. The name and the Florida street address of the registered agent are:

Jack Sterling
2405 Piper Boulevard
Naples, FL 34110

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


SIGNATURE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA