

L99000008142



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 493210 150991A

AUTHORIZATION :

Patricia Page

COST LIMIT : -\$ 160.00

ORDER DATE : November 24, 1999

ORDER TIME : 11:29 AM

ORDER NO. : 493210-005

CUSTOMER NO: 150991A

300003054073-3

CUSTOMER: Elsbeth T. Peshel, Esq
GOULD COOKSEY FENNELL O'NEILL
GOULD COOKSEY FENNELL O'NEILL
979 Beachland Boulevard

Vero Beach, FL 32963

DOMESTIC FILING

NAME: THE HOME PLACE DEVELOPMENT,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS:

FILED
99 NOV 24 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 NOV 24 PM 12:16
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

424-99

**ARTICLES OF ORGANIZATION FOR
FLORIDA LIMITED LIABILITY COMPANY**

ARTICLE I -- NAME

The name of the Limited Liability Company is **THE HOME PLACE DEVELOPMENT,
L.L.C.**

ARTICLE II -- ADDRESS

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

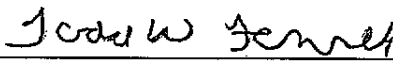
1850 43rd Avenue, Suite C
Vero Beach, Florida 32960

**ARTICLE III -- REGISTERED AGENT, REGISTERED OFFICE,
AND REGISTERED AGENT'S SIGNATURE**

The name and the Florida street address of the Registered Agent are:

Todd W. Fennell
979 Beachland Blvd.
Vero Beach, FL 32963

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 Article of these Articles of Organization, 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 as provided for in Chapter 608 of the Florida Statutes.


Todd W. Fennell, Registered Agent

FILED
99 NOV 24 PM 2:11
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV -- MANAGEMENT

The Limited Liability Company shall be managed by one or more Managers and is, therefore, a manager-managed company.

The Managers shall be elected annually in the manner prescribed in the Operating Agreement for this Limited Liability Company.


ARTICLE V – GOVERNED BY OPERATING AGREEMENT

The Company shall be governed by and operated pursuant to the terms and conditions of a written Operating Agreement.

ARTICLE VI – EFFECTIVE DATE

These Articles of Organization shall be effective upon the date of filing.

IN WITNESS WHEREOF, a Member has affixed his signature this 9th day of NOVEMBER, 1999.



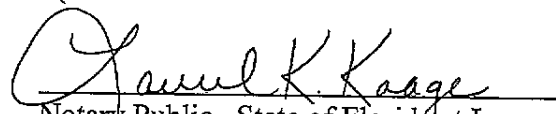
RICHARD C. BEUTTELL, JR.,
Member

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, the undersigned authority, personally appeared RICHARD C. BEUTTELL, JR. to me known to be the individual described in and who executed the foregoing Articles of Organization and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Vero Beach, said County and State aforesaid, this 9th day of November, 1999.





Notary Public, State of Florida at Large.
My commission expires:

FILED
99 NOV 24 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA