

CCRS
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

L00000000501

FILED COVER SHEET
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 1/13/00

500003097625--7
-01/13/00--01053--012
****125.00 ****125.00

REF. #: 0163.9973

CORP. NAME: Flagship Realty, L.L.C.

500003097625--7
-01/13/00--01053--013
*****5.00 *****5.00

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- FOREIGN QUALIFICATION
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER:

STATE FEES PREPAID WITH CHECK# 6789 3941 FOR \$ 5.00 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ _____

PLEASE RETURN:

- CERTIFIED COPY
- CERTIFICATE OF GOOD STANDING
- PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials _____

00 JAN 13 PM 12:51 RECEIVED
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA
 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 00 JAN 13 PM 12:24

APPROVE AND FILED

UB
H-13-00

**ARTICLES OF ORGANIZATION
OF
FLAGSHIP REALTY, L.L.C.**

1. Name. The name of this limited liability company is FLAGSHIP REALTY, L.L.C. (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist commencing on the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Principal Office. The mailing address and the street address of the Company's principal office is 430-B Royal Pines Parkway, St. Augustine, FL 32092.

5. Registered Agent and Office. The name of the initial registered agent of the Company is Randolph J. Wolfe. The street address of the initial registered agent of the Company is One Tampa City Center, 201 North Franklin Street, Suite 2200, Tampa, FL 33602.

6. Additional Members. Additional members to the Company may be admitted, but only upon the consent of all of the other members of the Company at the time admission is sought.

7. Management of the Company. The management of the Company shall be vested in the managers of the Company.

8. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization this 12th day of January, 2000. (In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

MEMBER:

N-EIGHT CO., L.C., a Virginia limited liability company

By: David Lester

Print Name: David Lester

Title: Manager

00 JAN 12 PM 12:51
SECRETARY OF STATE
FLORIDA
APPROVED AND FILED

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Randolph J. Wolfe
Randolph J Wolfe

Dated: January 12, 2000

#698631 v1 - 10950-007

APPROVED
AND
FILED

00 JAN 19 PM 12:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA