

Document Number Only

L00000000836

**CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092**

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****125.00 ****125.00

Corporation(s) Name

Southeast Subway Developer Company, L.L.C.

FILED
00 JAN 21 PM 5:00
SECRETARY OF STATE

- | | | |
|---|---|------------------------------------|
| <input type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input checked="" type="checkbox"/> LLC <i>Articles</i> | | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Reservation | <input type="checkbox"/> Ch. RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input checked="" type="checkbox"/> Walk in | <input checked="" type="checkbox"/> Pick-up | <input type="checkbox"/> Will Wait |

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Jeffrey Butterfield

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00 JAN 21 AM 11:16
SECRETARY OF STATE
TALLAHASSEE, FL 32301

[Signature]

Thank You!



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 21, 2000

CT CORPORATION SYSTEM
ATTN: JEFFREY BUTTERFIELD

*walk-in
pick-up*

SUBJECT: SOUTHEAST SUBWAY DEVELOPMENT COMPANY, L.L.C.
Ref. Number: W00000001786

We have received your document for SOUTHEAST SUBWAY DEVELOPMENT COMPANY, L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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) 487-6025.

00 JAN 21 PM 5:00

FILED

ATTN

Trevor Brumbley
Document Specialist

Letter Number: 800A00002970

*please Back Date!
Thanks*

RECEIVED
00 JAN 24 AM 11:41
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
SOUTHEAST SUBWAY DEVELOPMENT COMPANY, L.L.C.

TO THE SECRETARY OF STATE FOR THE STATE OF FLORIDA:

The undersigned, desiring to form a limited liability company under the laws of the State of Florida, does hereby adopt the following Articles of Organization:

ARTICLE I

NAME AND ADDRESS

The name of the limited liability company shall be Southeast Subway Development Company, L.L.C. (the "Company"). The street address and mailing address of the Company is 3801 NW 40th Terrace, Suite A, Gainesville, Florida 32606-6183.

ARTICLE II

LOCATION OF REGISTERED OFFICE
AND NAME OF REGISTERED AGENT

The initial registered office of the Company shall be at 1200 South Pine Island Road, Plantation, Florida 33324 and the name of the initial registered agent shall be CT Corporation System at the above address.

ARTICLE III

ORGANIZER

The name and address of the Organizer, who is also a Member of the Company is:

Name	Address
Julius K. Love	558 Derby Lane Montgomery, Alabama 36109

ARTICLE IV

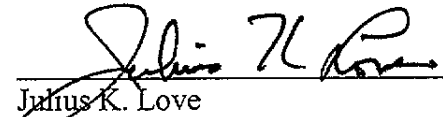
MANAGERS

The names and business addresses of the initial Managers are:

Names	Addresses
James M. Lenhard	3801 NW 40 th Terrace, Suite A Gainesville, Florida 32606-6183
Julius K. Love	558 Derby Lane Montgomery, Alabama 36109

The Manager(s) may be removed and replaced by the Members, as provided in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned Organizer has caused these Articles of Organization to be executed this 20 day of January, 2000.



Julius K. Love
Organizer and Member

FILED
ON JUN 21 09 50
COMMERCIAL

STATE OF ALABAMA)

MONTGOMERY COUNTY)

I, the undersigned, a Notary Public in and for said County in said State, hereby certify that Julius K. Love, whose name as the Organizer is signed to the foregoing, and who is known to me, acknowledged before me on this day that, being informed of the contents of said instrument, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 20th day of January, 2000.

Barbara A. Wheeler

Notary Public

My Commission Expires

NOTARY PUBLIC STATE OF ALABAMA AT LARGE.
MY COMMISSION EXPIRES: May 6, 2002.
ISSUED THRU NOTARY PUBLIC UNDERWRITERS.

(SEAL)

S:\JWEISS\LLC\SE Subway Dev\ArticlesOrg-Fla3.wpd

FILED
19 JAN 21 PM 3:09
MONTGOMERY COUNTY ALABAMA

**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:

 Southeast Subway Development Company, L.L.C.

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

 CF Corporation System

(Name)

 1200 South Pine Island Road

Florida street address (P.O. Box NOT ACCEPTABLE)

 Plantation

 FL

 33324

City/State/Zip

FILED
20 JAN 21 PM 5:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 as provided for in Chapter 608, F.S..

**CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY**

 Connie Bryan

(Signature)

\$ 100.00 Filing Fee for Application
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (optional)
\$ 5.00 Certificate of Status (optional)