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MICHAEL A. ALTES
ATTORNEY AT LAW
4465 WOODMERE STREET
JACKSONVILLE, FLORIDA 32210

TELECOPIER: (904) 389-3023

TELEPHONE: (904) 389-9883

February 22, 2000

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

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-02/24/00--01075--018
****125.00 ****125.00

Re: Articles of Organization of 22 East Bay Street Limited Liability Company

Dear Sir:

L-2289

Enclosed for filing is the original and two copies of the Articles of Organization and the original and two copies of the Certificate of Designation of Registered Agent/Registered Office of 22 East Bay Street Limited Liability Company. Also enclosed is this law firm's check in the amount of \$125.00 representing the filing fees.

If you have any questions, please do not hesitate to contact me.

Very truly yours,


Michael A. Altes

MAA/jka
Enclosure

SECRETARY OF STATE
TALLAHASSEE FLORIDA
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**ARTICLES OF ORGANIZATION OF 22 EAST BAY STREET
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: 22 East Bay Street, LLC.

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is:
3100 University Boulevard South, Suite 200
Jacksonville, Florida 32216

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE IV — Management:

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are

The Limited Liability Company is to be managed by the member and the names and addresses of the managing members are:
Clarkson-Froman Properties, L.L.C.
3100 University Boulevard South, Suite 200
Jacksonville, Florida 32216

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TALLAHASSEE FLORIDA
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ARTICLE V — Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted only upon the unanimous consent of all the members and only after agreeing to be bound by the provisions of the Regulations. Assignees of members may be admitted in accordance with Article X of the Regulations.

ARTICLE VI — Members' Rights to Continue Business

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The Limited Liability Company shall not be dissolved by the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a member.

ARTICLE VII - Regulations.

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability

Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this _____ day of February, 2000.

CLARKSON-FROMAN PROPERTIES, L.L.C.,
a Florida limited liability company



Charles A. Clarkson,
Managing Member

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TALLAHASSEE FLORIDA

**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:

22 EAST BAY STREET, L.L.C.

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

Geraldine G. Brown
3100 University Boulevard South, Suite 200
Jacksonville, Florida 32216

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.


Geraldine G. Brown

00 FEB 24 PM 12:57
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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