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820695/12500U  
 November 7, 2000

**CORPORATION NAME (S) AND DOCUMENT NUMBER (S):**

Downtown Properties of Florida, LLC

~~000003455068~~

-11/07/00--01013--024

\*\*\*\*125.00 \*\*\*\*125.00

**Filing Evidence**

- Plain/Confirmation Copy
- Certified Copy

**Retrieval Request**

- Photocopy
- Certified Copy

**Type of Document**

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
	Profit
	Non Profit
X	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of RA Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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 DIVISION OF CORPORATIONS  
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OTHER FILINGS	
	Annual Reports
	Fictitious Name
	Name Reservation
	Reinstatement

REGISTRATION/QUALIFICATION	
	Foreign
	Limited Liability
	Reinstatement
	Trademark
	Other

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*UP 11-7-00*

ARTICLES OF ORGANIZATION

OF

DOWNTOWN PROPERTIES OF FLORIDA, LLC

The undersigned, as a member of the Company, pursuant to Chapter 608, Florida Statutes, files the following Articles of Organization establishing a Florida limited liability company named **DOWNTOWN PROPERTIES OF FLORIDA, LLC**.

ARTICLE I

Name

The name of this limited liability company shall be **DOWNTOWN PROPERTIES OF FLORIDA, LLC** (the "Company").

ARTICLE II

Address

The mailing address and street address of the principal office of the Company is: 1523 N Franklin Street, Tampa, Florida 33602.

ARTICLE III

Duration

The period of duration for the Company shall be perpetual.

ARTICLE IV

Initial Registered Office and Agent

The street address of the initial registered office of this Company is 1523 N. Franklin Street, Tampa, Florida 33602, and the name of the initial registered agent of the Company at that address is Jason Accardi.

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TALLAHASSEE, FLORIDA

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AND  
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ARTICLE V

Right to Admit Additional Members

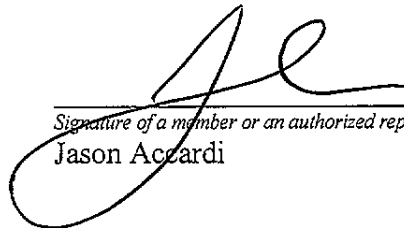
The members may permit the admission of additional members and determine the capital contributions of such members upon a majority vote of the members.

ARTICLE VI

Company Management

The Company is to be managed by one or more managers as provided in the regulations and/or operating agreement of the Company, as adopted and amended from time to time by the members. Initially, the Company shall have one (1) manager and the initial manager shall be Jason Accardi, whose address is 1523 N. Franklin Street, Tampa, Florida 33602, John Accardi, whose address is 1523 N. Franklin Street, Tampa, Florida 33602, and Spencer D. Ford, whose address is 1523 N. Franklin Street, Tampa, Florida 33602, who shall serve as the managing members until the first annual meeting or until their successors are elected and qualified.

IN WITNESS WHEREOF, the undersigned member or authorized representative of a member has signed these Articles of Organization this 6<sup>th</sup> day of November, 2000.



Signature of a member or an authorized representative of a member  
Jason Accardi

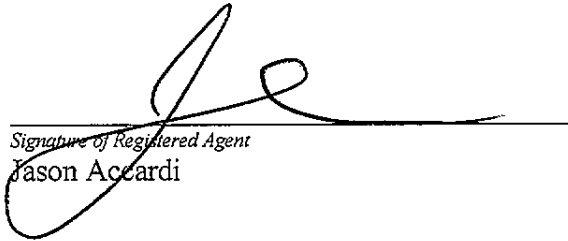
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**CONSENT TO APPOINTMENT AND ACCEPTANCE BY REGISTERED AGENT**

The undersigned, Jason Accardi, having been named registered agent to accept service of process of Downtown Properties of Florida, LLC, a Florida limited liability company, at 1523 N. Franklin Street, Tampa, Florida 33602, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and the undersigned is familiar with, and accepts the obligations of registered agent.

DATED: November 6<sup>th</sup>, 2000.

  
*Signature of Registered Agent*  
Jason Accardi

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