

Mar. 31. 2006

1:41 PM Milan Howard, et al. No. 0420 Pp. of 1  
**L06000034330**

Florida Department of State  
Division of Corporations  
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H06000086554 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 MAR 31 AM 9:49

FILED

To: Division of Corporations  
Fax Number : (850)205-0383

From: Account Name : MILAM HOWARD, ET.AL.  
Account Number : I20000000206  
Phone : (904)357-3660  
Fax Number : (904)357-3661

*4/3 del*

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

Vesta Holdings, LLC

RECEIVED

06 MAR 31 PM 2:18

DIVISION OF CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

Electronic Filing Menu

Corporate Filing Menu

Help

H06000086554 3

**ARTICLES OF ORGANIZATION**

**OF**

**VESTA HOLDINGS, LLC**

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as Articles of Organization of the limited liability company organized hereby:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 MAR 31 AM 9:49

FILED

**ARTICLE I  
NAME**

The name of this limited liability company (the "Company") shall be VESTA HOLDINGS, LLC.

**ARTICLE II  
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be 7035 Philips Highway, Suite 5-129, Jacksonville, Florida 32216.

**ARTICLE III  
REGISTERED AGENT**

The initial registered office of this Company shall be 208 North Laura Street, Suite 800, Jacksonville, Florida 32202, and its initial registered agent at such office shall be Milan Howard Nicandri Dees & Gillam, P.A.

**ARTICLE IV  
MANAGEMENT OF THE COMPANY**

This Company will be a member-managed company managed by one of its members or such other person as may be designated by the member, in accordance with

Prepared by G. Alan Howard, Esq.  
Milan Howard Nicandri Dees & Gillam, P.A.  
208 North Laura Street, Suite 800  
Jacksonville, Florida 32202  
(904) 357-3660

H06000086554 3

H06000086554 3

and subject to the requirements of the Act and the operating agreement of this Company.

**ARTICLE V  
SPECIFIC PURPOSE**

The specific purpose for which this Company has been organized is investment in real estate. The Company shall also be authorized to carry on any business lawfully permitted by the Florida Limited Liability Company Act.

**ARTICLE VI  
ADMISSION OF NEW MEMBERS**

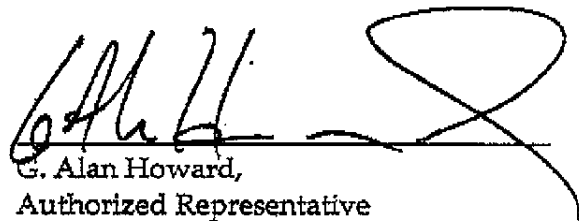
Additional Members may be admitted at such times and on such terms and conditions as all Members may unanimously agree and as provided in the Operating Agreement of this Company.

**ARTICLE VII  
BUSINESS CONTINUATION**

The remaining Members of this Company, if any, may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of the Member in this Company upon unanimous agreement and as provided in the Operating Agreement of the Company.

IN WITNESS WHEREOF, the undersigned, as an authorized representative for a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407 of the Act.

Dated: March 31, 2006

  
G. Alan Howard,  
Authorized Representative

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

06 MAR 31 AM 9:49

FILED

H06000086554 3

H06000086554 3

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

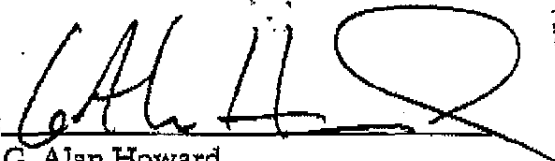
In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

VESTA HOLDINGS, LLC, desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates Milam Howard Nicandri Dees & Gillam, P.A. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 200 North Laura Street, Suite 800, Jacksonville, Florida 32202.

FILED  
06 MAR 31 AM 9:49  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

VESTA HOLDINGS, LLC

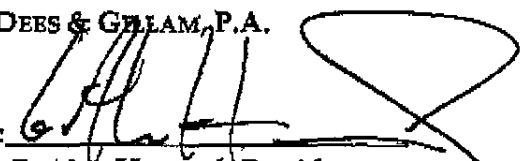
Dated: March 31 2006

By:   
G. Alan Howard,  
Authorized Representative

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, we hereby agree to accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and we are familiar with and accept the obligations of my position as registered agent.

DATED this 31<sup>st</sup> day of March, 2006.

MILAM HOWARD NICANDRI  
DEES & GILLAM, P.A.

By:   
G. Alan Howard, President

H06000086554 3