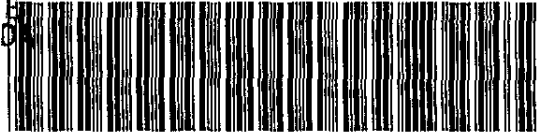


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TALLAHASSEE, FLORIDA



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SLOTT, BARKER & NUSSBAUM

ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

334 EAST DUVAL STREET
JACKSONVILLE, FLORIDA 32202
TELEPHONE (904) 353-0033
TELECOPIER (904) 355-4148

FILED

ARNOLD H. SLOTT, P.A.*
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WILLIAM NUSSBAUM, P.A.**
E-mail: wnuss3@bellsouth.net

* CERTIFIED CIRCUIT CIVIL MEDIATOR
** BOARD CERTIFIED REAL ESTATE LAWYER

February 9, 2006

2006 FEB 14 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: **223 W. FOURTH STREET, LLC**

Ladies and Gentlemen:

I enclose original and copy of Articles of Organization for 223 W. Fourth Street, LLC.

I also enclose our check \$155.00 as the Filing Fee and Registered Agent Fee, and the fee for a certified copy of the Articles of Organization.

Please send your acknowledgment and the certified copy to our office at the address listed above.

Thank you for your assistance.

Sincerely,

Carol-Anne Hallam

Carol-Anne Hallam, CLA
Certified Legal Assistant

:cah
Enclosures
Copy to: Mr. James A. Brewer

**ARTICLES OF ORGANIZATION
OF
223 W. FOURTH STREET, LLC**

FILED
2006 FEB 13 A 10:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Organization (these "Articles"), a natural person competent to contract and a the authorized Representative of a member of the limited liability company hereinafter named, hereby forms a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Sections 608.401, et seq., of the State of Florida. All capitalized terms in these Articles shall have the meaning defined by the Florida Limited Liability Company Act, or, if not there defined, shall have the meaning defined in its Operating Agreement.

**ARTICLE I
NAME**

The name of the limited liability company is 223 W. Fourth Street, LLC (the "Company").

**ARTICLE II
COMPANY ADDRESSES**

The mailing address and street address of the principal office of the Company is:

Principal Office Address:

2233 Park Ave.
Orange Park, FL 32073

Mailing Address:

2233 Park Ave..
Orange Park, FL 32073

**ARTICLE III
REGISTERED OFFICE AND AGENT**

The street address of this Company's initial registered office is Slott, Barker & Nussbaum, 334 East Duval St., Jacksonville, FL 32202, and the name of its initial Registered Agent at such address is William Nussbaum.

**ARTICLE IV
MANAGEMENT**

The names and addresses of each Member of the company is as follows:

Title

Name and Address

Member Manager

James W. Brewer
2233 Park Ave.
Orange Park, FL 32073

Member Manager

Dr. Peter S. Bauer
3271 Turtle Lake Court SE
Marietta, GA 30067

The Company is to be a member-managed Company.

**ARTICLE V
OPERATING AGREEMENT**

The affairs of the Company and the conduct of its business, the duties of its Members in addition to those established by law and the relations between and among the members, managers and Company shall be governed by the Operating Agreement, which shall be adopted by its Members.

**ARTICLE VI
EFFECTIVE DATE**

The Company shall begin its existence on February 9, 2006.

DATED at Jacksonville, Florida, on February 9, 2006.

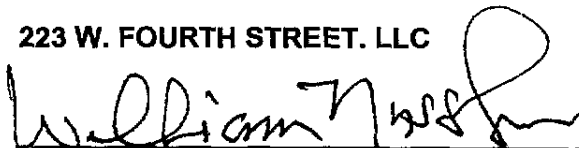
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with law, the following is submitted:

First, that 223 W. Fourth Street, LLC, desiring to organize or qualify under the laws of the State of Florida, with the street address of its principal place of business at 2233 Park Ave., Orange Park, Florida, has named William Nussbaum, located at the offices of Slott, Barker & Nussbaum, 334 East Duval St., Jacksonville, Florida, as its register agent and its agent to accept service of process within Florida.

223 W. FOURTH STREET, LLC

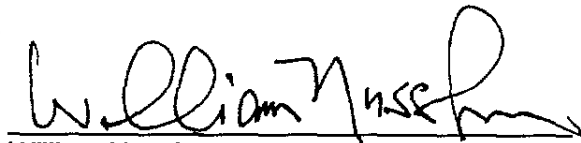
By:



William Nussbaum, as Authorized
Representative of the Member Managers
Named in the Articles of Organization

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, 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. I am familiar with and accept the obligations of Registered Agent as provided by Florida Statutes, Chapter 608.

DATED: February 9, 2006.



William Nussbaum
Registered Agent