

JOHN A. PANYKO, P.A.  
BOARD CERTIFIED TAX ATTORNEY

PHONE (850) 438-7272

FACSIMILE (850) 438-7224

L00000000000038  
December 22, 1999

Division of Corporations  
Secretary of State  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: THE MARSEILLES, L.C.  
Our File No. S12-99272

300003079579--4  
-12/23/99--01067--011  
\*\*\*\*155.00 \*\*\*\*155.00

Gentlemen:

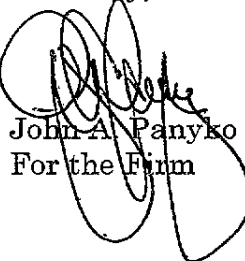
Enclosed please find executed original and one copy of Articles of Organization with respect to THE MARSEILLES, L.C.

Also enclosed please find our check in the amount of \$155 in payment of the following fees:

Filing Fee	100.00
Designation of Registered Agent	25.00
Certified Copy	30.00
TOTAL	\$ 155.00

Please file the Articles of Organization and return to the undersigned a certified copy of same. Thank you for your assistance in this matter.

Sincerely,

  
John A. Panyko  
For the Firm

JAP\cmw

Enclosures (3)  
pc: Jackson G Smith

FILED  
99 DEC 23 PM 1:40  
TALLAHASSEE, FLORIDA

54

**ARTICLES OF ORGANIZATION  
OF  
THE MARSEILLES, L.C.**

The undersigned, acting as incorporator of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company:

**ARTICLE I  
NAME AND PRINCIPAL OFFICE**

The name of this limited liability company is THE MARSEILLES, L.C., and its principal office and mailing address is located at 16549 Perdido Key Drive, Pensacola, Florida 32507.

**ARTICLE II  
DURATION**

The existence of this limited liability company shall be perpetual, commencing upon the subscription and acknowledgment date of these Articles of Organization.

**ARTICLE III  
PURPOSE**

The purpose of this limited liability company is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL CONTRIBUTIONS AND STOCK**

The total amount of assets contributed to this limited liability company by its member upon the filing of these Articles of Organization is One Thousand and No/100 Dollars (\$1,000.00). The members are free to agree upon additional

contributions to this limited liability company at any point in the future.

**ARTICLE V**  
**MEMBERSHIP**

The members of this limited liability company have the right to admit additional members to this organization. However, the transferee or assignee shall not be entitled to become a member or participate in the business and affairs of this limited company unless the transfer or assignment is approved by the consent of the member not proposing to transfer or assign their interests.

**ARTICLE VI**  
**DISSOLUTION**

This limited liability company will not dissolve upon the death, retirement, resignation, expulsion or dissolution of any member.

**ARTICLE VII**  
**MANAGEMENT**

This organization is to be managed by a manager or managers elected by a majority vote of its members. The initial manager, who shall serve until the earlier of their deaths, resignations, replacements or until the first annual meeting of members and their successors are elected and shall qualify, shall be:

JACKSON G. SMITH  
16549 Perdido Key Drive  
Pensacola, Florida 32507

**ARTICLE VIII**  
**INITIAL REGISTERED OFFICE AND AGENT**

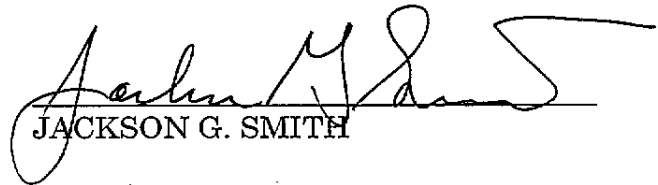
The street address of this limited liability company's initial registered office is 16549 Perdido Key Drive, Pensacola, Florida 32507 and the name of this limited liability company's initial registered agent is JACKSON G. SMITH.

FILED  
99 DEC 23 PM 1:40  
TALLAHASSEE, FLORIDA

**ARTICLE IX  
INCORPORATOR**

The name and address of the incorporator is JACKSON G. SMITH, 16549 Perdido Key Drive, Pensacola, Florida 32501.

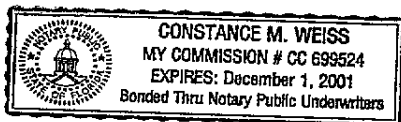
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Organization for this limited liability company this 22 day of December, 1999.

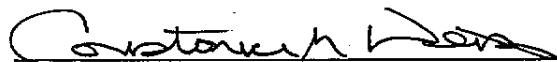
  
JACKSON G. SMITH

STATE OF FLORIDA

COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of December, 1999, by Jackson G. Smith who is personally known to me or who has produced \_\_\_\_\_ as identification.

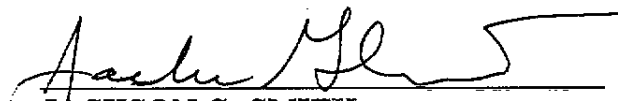


  
NOTARY PUBLIC, State of Florida

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

I, Jackson G. Smith, am familiar with and hereby accept the appointment as Registered Agent for THE MARSEILLES, L.C., as set forth in the Articles of Organization filed simultaneously herewith.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal this 22 day of December, 1999.

  
JACKSON G. SMITH