



THE UNITED STATES
CORPORATION
COMPANY

L00000003063

ACCOUNT NO. : 072100000032

REFERENCE : 628674 7173132

AUTHORIZATION :

Patricia Pugh

COST LIMIT : \$ 125.00

FILED
00 MAR 17 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : March 17, 2000

ORDER TIME : 10:20 AM

ORDER NO. : 628674-005

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CUSTOMER NO: 7173132

CUSTOMER: Mr. H. Adam Airth
BLACKBURN & COMPANY, L.C.
BLACKBURN & COMPANY, L.C.
Suite 200
6620 Southpoint Drive, South
Jacksonville, FL 32216

DOMESTIC FILING

NAME: ROYAL ATLANTIC FINANCIAL,
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward

EXAMINER'S INITIALS:

L00-3063
03-17

Name	<i>[Signature]</i>
Available	<i>[Signature]</i>
Domestic	<i>[Signature]</i>
Foreign	<i>[Signature]</i>
W. P. Ver	<i>[Signature]</i>

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
ROYAL ATLANTIC FINANCIAL, L.L.C.**

The undersigned organizer, who is the authorized representative of the members of ROYAL ATLANTIC FINANCIAL, L.L.C. (the "Company") under the Florida Limited Liability Company Act, hereby adopts the following Articles of Organization.

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ARTICLE I - NAME

The name of the Company is ROYAL ATLANTIC FINANCIAL, L.L.C.

ARTICLE II - DURATION

The period of duration of the Company shall be until December 31, 2030, unless terminated sooner pursuant to the Company's Regulations.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of the Company is 129 Sea Island Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent are Dennis L. Blackburn, Suite 200, Southpoint Building, 6620 Southpoint Drive, South, Jacksonville, Florida 32216.

ARTICLE V - INITIAL MEMBERS

The initial members of the Company shall be Alan H. and Denice S. Anderson, Joe K. and Alma B. Anderson and Allen W. and Margaret J. Sibley.

ARTICLE VI - ADDITIONAL MEMBERS

The members shall be entitled to admit additional members upon the consent of the Company's Managing Members. Following the consent of the Managing Members, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

ARTICLE VII - DISSOLUTION OF COMPANY

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership of that member in the Company. Upon the occurrence of any such event or any other that terminates the continued membership of a member in the Company, the Company

shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

ARTICLE VIII - MANAGEMENT

The management of the Company shall be vested in a Board of Managers as set forth in the Company's Regulations. The name and address of the initial Board of Managers, who shall serve as the Board of Managers of the Company until their successors are elected and qualified, are:

ALAN H. ANDERSON
129 Sea Island Drive
Ponte Vedra Beach, FL 32082

DENICE S. ANDERSON
129 Sea Island Drive
Ponte Vedra Beach, FL 32082

ARTICLE IX - RETURN OF CAPITAL

No member shall have the right to the return of his, her or its contribution to capital except as provided in the Company's Regulations.

ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be amended by majority vote of the Members of the Company as provided in Chapter 608, Florida Statutes.

ARTICLE XI - REGULATIONS

Regulations of this Company shall be approved and adopted by majority vote of the voting members of the Company and may be amended by a majority vote of the voting members of the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization as of the 16th day of March, 2000.


Dennis L. Blackburn
Organizer / Authorized Representative

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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for ROYAL ATLANTIC FINANCIAL, L.L.C. at the place designated in the Articles of Organization, Dennis L. Blackburn hereby accepts the appointment as registered agent and agrees to act in this capacity. Dennis L. Blackburn further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Dennis L. Blackburn is familiar with and accepts the obligations of his position as registered agent.



Dennis L. Blackburn

Date: March 16, 2000

00 MAR 17 AM 11:43
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TALLAHASSEE, FLORIDA

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