



ACCOUNT NO. : 072100000032

REFERENCE : 666350 41001A

AUTHORIZATION :

COST LIMIT : \$ 160.00

FILED
00 APR 18 PM 12:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : April 18, 2000

ORDER TIME : 10:17 AM

ORDER NO. : 666350-005

700003212707--1

CUSTOMER NO: 41001A

CUSTOMER: Ms. Susan Whitlatch
THE ST. JOE COMPANY
THE ST. JOE COMPANY
Suite 400, Dupont Center
1650 Prudential Drive
Jacksonville, FL 32207

DOMESTIC FILING

NAME: BOCA COMMERCE CENTER, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
XX CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

RECEIVED
00 APR 18 AM 11:26
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LOO-4442

Name	OK 4-18
Availability	
Secretary	
Director	
Manager	
Assistant	
W. P. Vary	

ARTICLES OF ORGANIZATION
OF
BOCA COMMERCE CENTER, L.L.C.

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TALLAHASSEE, FLORIDA

Pursuant to the requirements set forth within §608.407 of the Florida Limited Liability Company Act, the undersigned, being a natural person, does hereby act as the authorized representative in adopting and filing the following articles of organization for the purpose of organizing a limited liability company.

ARTICLE I - NAME

The name of the limited liability company (hereinafter referred to as the "Company") shall be **Boca Commerce Center, L.L.C.**

ARTICLE II - DURATION

The existence of the Company shall begin on the date of acknowledgment of these articles of organization and shall perpetual existence.

ARTICLE III - PRINCIPAL ADDRESS

The street address of the principal office of the Company is 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207.

ARTICLE IV - REGISTERED AGENT/OFFICE

The initial street address of the Company's registered office is 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207. The initial registered agent for the Company at that address is Lawrence Paine.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes.



Lawrence Paine

ARTICLE VI - MEMBERS

The initial members of the Company shall consist of one (1) member and the Company reserves the right to admit additional members. The name and address of the initial member is:

Member:

St. Joe Commercial, Inc.
1650 Prudential Drive, Suite 400
Jacksonville, Florida 32207

Capital Contribution:


\$8,500,000.00

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TALLAHASSEE, FLORIDA

ARTICLE VII - MANAGEMENT

This limited liability company shall be a member managed limited liability company and its initial managing member shall be St. Joe Commercial, Inc., 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these articles of organization this 17th day of April 2000.


Susan G. Whitlatch, authorized representative