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Florida Department of State

Division of Corporations

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LIMITED LIABILITY COMPANY

River Bay Partners, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$155.00

46

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RIVER BAY PARTNERS, LLC

ARTICLES OF ORGANIZATION

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I
NAME**

The name of the Company is River Bay Partners, LLC.

**ARTICLE II
ADDRESS**

The mailing address and street of the principal place of business of the Company is:

5210 Belfort Road, Suite 300
Jacksonville, Florida 32256

**ARTICLE III
DURATION AND CONTINUATION**

The period of duration of the Company shall be perpetual, unless terminated in accordance with the Company's Regulations or by unanimous written agreement of all Members of the Company.

**ARTICLE IV
REGISTERED AGENT AND OFFICE**

The street address of the initial registered office of the Company is 50 North Laura Street, Suite 2800, Jacksonville, Florida 32202 and the name of its initial registered agent at such address is Michael B. Kirwan.

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ARTICLE V MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in accordance with the Regulations of the Company. Such Manager shall have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Thomas M. Leonard 5210 Belfort Road, Suite 300
Jacksonville, Florida 32256

The initial Manager shall serve in such capacity until the first annual meeting of the Members or until his successor is duly elected and qualified.

ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

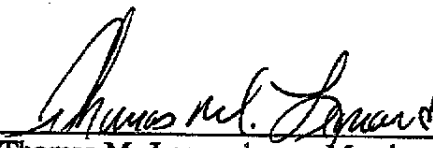
ARTICLE VII MEMBERS RIGHTS TO CONTINUE BUSINESS

The Members shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member of the limited liability company in the manner set forth in the Regulations of the Company.

ARTICLE VIII REGULATIONS

The power to adopt, alter, amend or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 25th day of April, 2000.


Thomas M. Leonard, as a Member

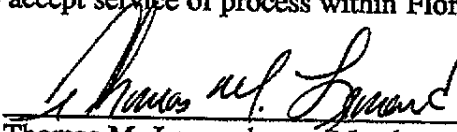
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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

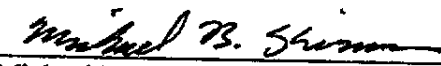
In compliance with Section 608.415, Florida Statutes, the following is submitted:

That River Bay Partners, LLC, desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Jacksonville, State of Florida, has named Michael B. Kirwan, located at 50 North Laura Street, Suite 2800, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.


Thomas M. Leonard, as a Member

4/27/2000
Date

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, Michael B. Kirwan hereby agrees to act in this capacity, and Michael B. Kirwan further agrees to comply with the provisions of all statutes relative to the proper and complete performance of his duties.


Michael B. Kirwan

4/27/2000
Date

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