

# L000000008976



**THE UNITED STATES  
CORPORATION**  
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 778206 4732152

AUTHORIZATION :

*Patricia Pizante*

**MUH**

COST LIMIT : \$ 155.00

ORDER DATE : July 27, 2000

ORDER TIME : 10:23 AM

ORDER NO. : 778206-005

CUSTOMER NO: 4732152

3000003337883--4

CUSTOMER: Ms. Tristan Hoffman  
Gartner Brock & Simon

Suite 203  
1660 Prudential Drive  
Jacksonville, FL 32207

DOMESTIC FILING

NAME: KDS, LLC

EFFECTIVE DATE: 7/24/00

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 27 PM 2:07

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
00 JUL 27 AM 11:27

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JUL 27 PM 2:07

ARTICLES OF ORGANIZATION  
OF  
KDS, LLC

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 Limited Liability Company shall be KDS, LLC.

ARTICLE II  
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 4835 Arapahoe, Jacksonville, Florida 32210.

ARTICLE III  
PURPOSE

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV  
DURATION

The period of duration for the Limited Liability Company shall commence on July 24, 2000, and shall continue perpetually, unless terminated: (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

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 the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Donald W. McArthur, III  
4835 Arapahoe  
Jacksonville, Florida 32210

Such Manager shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

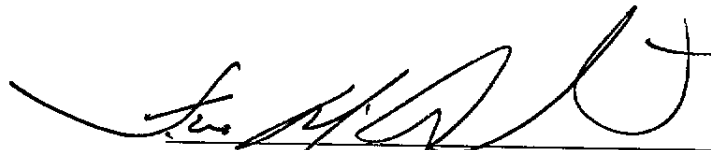
ARTICLE VI  
ADMISSION OF ADDITIONAL MEMBERS

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  
REGISTERED AGENT AND OFFICE

The Company designates 4835 Arapahoe, Jacksonville, Florida 32210, as the street address of the initial registered office of the Company and names Donald W. McArthur, III, as the Company's initial registered agent at that address to accept service of process within this State.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 26<sup>TH</sup> day of July, 2000.

  
Donald W. McArthur, III, Manager

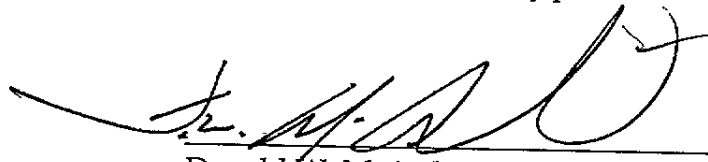
CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is: KDS, LLC.
2. The name and address of the registered agent and office is:

Donald W. McArthur, III  
4835 Arapahoe  
Jacksonville, Florida 32210

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.

  
Donald W. McArthur, III

Date: 7/26/00