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ATTORNEYS AT LAW

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REPLY TO:

Baymeadows Road

550-15 WELLS ROAD
ORANGE PARK, FLORIDA 32073
TELEPHONE: (904) 264-4700
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August 4, 2000

Secretary of State
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: MILLENIA PROPERTIES, LLC

700003348237--C
-08/07/00--01139--014
***\$155.00 ***\$155.00

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Also, enclosed is a check in the amount of \$155.00 for the filing fees and certification.

Please return the certified copy to us. Thank you for your assistance.

Very truly yours,

Sabrina L. Roper
Sabrina L. Roper
Legal Assistant

/slr
Enclosures

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TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR
MILLENNIA PROPERTIES, LLC
A FLORIDA LIMITED LIABILITY COMPANY

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 is: MILLENNIA PROPERTIES, LLC.

ARTICLE II. ADDRESS.

The mailing address and street address of the principal office of the Company is:

8954 Regina Road
Jacksonville, Florida 32257

ARTICLE III. DURATION.

The period of duration for the Company shall be perpetual, commencing 2000, unless terminated in accordance with the Company's Operating Agreement or by the unanimous written agreement of all Members.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and street address of the initial registered agent of the Company are:

J. Howard Sheffield, P.A.
4209 Baymeadows Road, Suite 4
Jacksonville, Florida 32217

ARTICLE V. MANAGEMENT.

The business of the Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected by the Members of the Company in the manner prescribed by and provided in the Operating Agreement of the Company. Therefore, the Company is a manager-managed company. Such Manager(s) shall also have the rights and responsibilities described in the Operating Agreement of the Company. The name and address of the initial Manager is as follows:


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TALLAHASSEE
SECRETARY OF STATE

Richard Monsorno
8954 Regina Road
Jacksonville, Florida 32257

Such Manager shall serve in such capacity until the first meeting of the Members or until his successor(s) are duly elected and qualified.

ARTICLE VI. OPERATING AGREEMENT.

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


Richard Monsorno

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

I, RICHARD MONSORNO, a duly authorized representative of and member of
MILLENNIA PROPERTIES, LLC, being first duly sworn, deposes and says:

1. That I am a duly authorized representative of and member of MILLENNIA
PROPERTIES, LLC, a Florida limited liability company (the "Company"); and
2. That members of the Company and their contributions are as follows:

<u>Members</u>	<u>Member Address</u>	<u>Contribution</u>
Richard Monsorno	8954 Regina Road Jacksonville, FL 32257	

3. That the agreed value of property other than cash contributed by the member is
- And further affiant sayeth not.

Richard Monsorno

Richard Monsorno
Duly Authorized Representative, Member
And Manager

The foregoing instrument was acknowledged before me this 2nd day of August, 2000, by
Richard Monsorno who is personally known to me.


Sabrina L. Roper
Notary Public
My Commission expires:

Sabrina L. Roper
My Commission CC761559
Expires July 22, 2002

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company names above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that it is familiar with, and accepts the obligations of such position.

REGISTERED AGENT

By: 
Scott K. Boatright
J. Howard Sheffield, P.A.

Date: 8-2-00

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