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REPLY TO:

Baymeadows Road

550-15 WELLS ROAD  
ORANGE PARK, FLORIDA 32073  
TELEPHONE: (904) 264-4700  
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September 5, 2000

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

RE: RIVER ENCLAVE PROPERTIES, LLC

400003387154--8  
-09/08/00--01071--019  
\*\*\*125.00 \*\*\*125.00

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 \$125.00 for the filing fees and certification.

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

FILED  
00 SEP 11 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Very truly yours,

*Sabrina L. Roper*  
Sabrina L. Roper  
Legal Assistant

/slr  
Enclosures

L00-10951

OK

Eff. date 9-1-00

ARTICLES OF ORGANIZATION FOR  
RIVER ENCLAVE 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: RIVER ENCLAVE PROPERTIES, LLC.

ARTICLE II. ADDRESS.

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

3983 Clearwater Lane  
Jacksonville, Florida 32223

ARTICLE III. DURATION.

The period of duration for the Company shall be perpetual, commencing September 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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00 SEP -8 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dallas Lee  
3983 Clearwater Lane  
Jacksonville, Florida 32223

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.

  
\_\_\_\_\_  
Dallas Lee

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00 SEP -8 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## 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: \_\_\_\_\_

J. Howard Sheffield

J. Howard Sheffield, P.A.

Date: \_\_\_\_\_

9-5-00

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00 SEP -8 PM 5:00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA