

**THE SMITH LAW FIRM**

ATLANTIC BANK BUILDING • SUITE 201 • 130 WHITEHEAD STREET • KEY WEST, FLORIDA 33040

WAYNE LARUE SMITH, MBA, JD  
ALSO ADMITTED WASHINGTON, DC

KEITH W. UPSON

CROCKETT & CHASEN, P.A.  
420 LINCOLN ROAD, SUITE 338  
MIAMI BEACH, FLORIDA 33139  
OF COUNSEL

September 14, 2000

**VIA FEDERAL EXPRESS**

**Airbill No: 8184 0557 4149**

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

200003394362--0  
-09/15/00--01041--004  
\*\*\*\*160.00 \*\*\*\*160.00

**RE: 333 Fleming Street, L.C.**

Dear Sir/Madam:

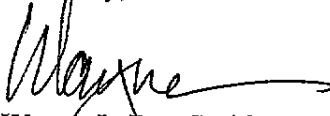
Enclosed please find an original executed Articles of Organization of 333 Fleming Street, L.C., along with our firm check in the sum of \$160.00 which represents the following:

\$100.00	Filing fee
\$ 25.00	Designation of Registered Agent
\$ 30.00	Certified Copy
\$ 5.00	Certificate of Status

FILED  
00 SEP 15 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Please provide a certified copy of the Articles in the preaddressed envelope provided for your convenience.

Sincerely,

  
Wayne LaRue Smith

L00-11265  
QR

WLS/lpd  
Enclosures

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## ARTICLES OF ORGANIZATION OF 333 FLEMING STREET, L.C.

### ARTICLE I -- NAME

The name of the limited liability company shall be 333 FLEMING STREET, L.C. ("Company").

### ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the Company shall be 330 Whitehead Street, Suite 201, Key West, Florida, 33040.

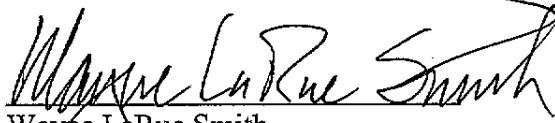
### ARTICLE III -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Wayne LaRue Smith, The Smith Law Firm, 330 Whitehead Street, Suite 201, Key West, Florida, 33040.

### ARTICLE IV -- MANAGEMENT

The company shall be managed by one or more managers and is, therefore, a manager - managed company.

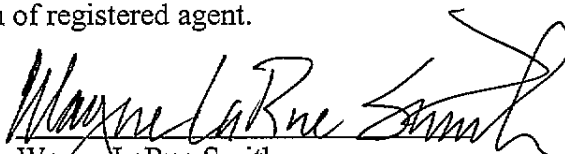
In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

  
Wayne LaRue Smith  
Member

FILED  
SEP 15 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of 333 FLEMING STREET, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Wayne LaRue Smith  
Registered Agent