

UCC FILING & SEARCH SERVICES, INC.

526 East Park Avenue

Tallahassee, Illoriaa 3280

(CC SERVICES OFFICE USE ONLY)

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REGISTRATION/QUALIFICATION
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ARTICLES OF ORGANIZATION

OF

MARTIN TOOTH ACRES, LLC

The undersigned, being a duly authorized representative of a Member, 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 and hereby certifies:

ARTICLE I: NAME

The name of the limited liability company is MARTIN TOOTH ACRES, I "Limited Liability Company").

ARTICLE II: ADDRESSES

The mailing address of the Limited Liability Company is 2000 - 5th Avenue Werth, St. Petersburg, Florida 33713. The street address of the principal office of the Liability Company is 2000 - 5th Avenue North, St. Petersburg, Florida 33713.

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall commence with the filing of these Articles of Organization with the Florida Department of State and shall continue perpetually, unless terminated (i) by the unanimous vote of all Members of the Limited Liability Company or (ii) in accordance with the Limited Liability Company's Regulations; provided always, however, that upon any such termination event, the existence and business of the Limited Liability Company may be continued by amendment of these Articles of Organization or the Regulations providing for the continued existence of the Limited Liability Company.

ARTICLE IV: PURPOSE

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

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ARTICLE V: REGISTERED AGENT AND OFFICE

The Limited Liability Company designates 2000 - 5th Avenue North, St. Petersburg, Florida 33713, as the street address of the initial registered office of the Limited Liability Company and names Charles P. Martin as the Limited Liability Company's initial registered agent at that address to accept service of process within the State of Florida.

ARTICLE VI: ADDITIONAL MEMBERS

Additional Members of the Limited Liability Company may be admitted upon the approval of all of the Members of the Limited Liability Company and otherwise in the manner set forth in the Regulations of the Company.

ARTICLE VII: MANAGEMENT

The Limited Liability Company shall be conducted, carried on and managed by the less than one (1) Manager, who shall be elected annually by the Members of the Limited Liability Company in the manner prescribed by and provided in the Regulations of the Limited Liability Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Limited Liability Company. The name and address of the initial Manager are as follows:

Charles P. Martin

2000 - 5th Avenue North St. Petersburg Beach, FL 33713

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

ARTICLE VIII: REGULATIONS

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

ARTICLE IX: LIMITATION ON AGENCY AUTHORITY OF MEMBERS

Pursuant to Section 608.424 of the Florida Limited Liability Company Act, no Member of the Limited Liability Company shall be an agent for the Limited Liability Company solely by virtue of being a Member, and no Member shall have authority to incur debt or contractual liability on behalf of the Limited Liability Company solely by virtue of being a Member.

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IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 27 day of September, 2000.

Charles P. Martin

Signature of Authorized Representative of Member Executing the Articles of Organization

The foregoing instrument was acknowledged before me this 27 day of September, 2000, by Charles P. Martin, who is personally known to me and who did take an oath.

[Notary Seal or Stamp]

ROBERT H. WILLIS
Notary Public, State of Florida
My Comm. Expires Sept. 30, 2002
No. CC775938

Robert H. Willis
Notary Public—State of Florida
My. Commission Expires: 9/30/200

T-2 PM 1:3

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

Under the provisions of Section 608.415, Florida Statutes, and in pursuant of Section 48.091, Florida Statutes, or more applicable statutes, the following is submitted to designate a registered office and registered agent in the State of Florida:

FIRST: That MARTIN TOOTH ACRES, LLC, desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the Articles of Organization, at 2000 - 5th Avenue North, County of Pinellas, State of Florida, 33713 has named Charles P. Martin, located at 2000 - 5th Avenue North, City of St. Petersburg, County of Pinellas, State of Florida 33713, as the agent to accept service of process within this State.

SECOND: Further, MARTIN TOOTH ACRES, LLC, has designated the location 2000 - 5th Avenue North, City of St. Petersburg, County of Pinellas, State of Florida 33713, as its registered office, and said Charles P. Martin as its registered agent, pursuant to the provisions of Florida Statutes.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated Limited Liability Company, at the place designated in this Certificate, I hereby accept to act in that capacity, and agree to comply with the provisions of the Florida Limited Liability Company Act. I am familiar with, and fully accept, the designation as registered agent for said Limited Liability Company and the obligations of that position.

DATED: 9 18 2000

Charles P. Martin As Registered Agent