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MACHEN, POWERS & DISQUE CHARTERED
CERTIFIED PUBLIC ACCOUNTANTS
301 WEST CAMINO GARDENS BOULEVARD
SUITE 101
BOCA RATON, FLORIDA 33432
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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Examiner's Initials

**ARTICLES OF ORGANIZATION
OF
WINTER PARK, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be Winter Park, L.L.C. ("company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal offices of the company are:

Mailing Address:

P.O. Box 352
Boca Raton, Florida 33432

Street Address:

301 West Camino Gardens Boulevard
Suite 101
Boca Raton, Florida 33432

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Jim D. Machen, Machen Powers & Disque, Chartered, 301 West Camino Gardens Boulevard, Suite 101, Boca Raton, Florida 33432

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

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ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

NAME

Stephen M. Bailey, Self-Directed
IRA Account

ADDRESS

P.O. Box 352
Boca Raton, Florida 33432

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IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Vero Beach, Florida, _____ on the 22 day of February, 2001.

STEPHEN M. BAILEY, SELF-DIRECTED

IRA ACCOUNT

By: Stephen M. Bailey

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 22nd day of February, 2001, by Stephen M. Bailey, Self-Directed IRA Account, who is personally known to me or who produced the following identification _____

Loures Soto
Notary Public, State of Florida at Large

My Commission expires: 10/7/2001

OFFICIAL NOTARY SEAL
LOURDES SOTO
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC687294
MY COMMISSION EXP. OCT. 7, 2001

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**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, Winter Park, L.L.C., submits the following statement to designate a registered office and registered agent in the State of Florida:

1. The name of the limited liability company is Winter Park, L.L.C.
2. The name and street address of the registered agent in Florida is:

Jim D. Machen
Machen Powers & Disque, Chartered
301 West Camino Gardens Boulevard, Suite 101
Boca Raton, Florida 33432

The undersigned, being the person named in the articles of organization of Winter Park, L.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 or her duties, and is familiar with and accepts the obligations of the position of registered agent.



Jim D. Machen

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TALLAHASSEE, FLORIDA