

L01000005804

Law Offices of
R. PATRICK PHILLIPS
POST OFFICE BOX 1153
ORLANDO, FL 32802-1153
TELEPHONE (407) 425-7676
FACSIMILE (407) 425-7679

R. PATRICK PHILLIPS
Board Certified
Aviation Law Attorney

200 N. THORNTON AVENUE
ORLANDO, FL 32801-2164

April 4, 2001

Department of State
Division of Corporations
Attn: Registration Section
409 E. Gaines Street
Tallahassee, Florida 32399

400003993374--8
-04/12/01--01019--002
****160.00 ****160.00

Re: Limited Liability Company registration:
Camilla Grove, L.L.C..

Dear Madam:

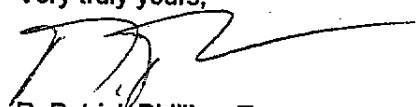
L01-5804

Please find enclosed the following documents:

1. Articles of Organization of Camilla Grove, L.L.C.; Certificate of Designation of Registered Agent/Registered Office; Check Number 2046 in the amount of \$160.00, which represents the following:

- a) Filing fee \$125.00
- b) Certified copy \$30.00
- c) Fee for certificate of good standing \$5.00

Very truly yours,


R. Patrick Phillips, Esq.

RRP/hmr
enc.
cc: Elizabeth Bryant Phillips

WR4/13
FILED
01 APR 10 PM 3:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

up

ARTICLES OF ORGANIZATION
OF
CAMILLA GROVE, 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 CAMILLA GROVE, L.L.C.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 200 N. Thornton Avenue, Orlando, Florida 32801

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall terminate not later than June 1, 2030, 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 is R. Patrick Phillips, 200 N. Thornton Avenue, Orlando, Florida 32801.

ARTICLE V - CAPITAL CONTRIBUTIONS

The member or members of the company shall contribute to the capital of the company the cash or property as they may from time to time in their discretion determine.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members if more than one member.

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 the members.

ARTICLE VIII - 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. The 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.

FILED
01 APR 10 PM 3:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE IX - INITIAL MEMBERS

The company shall have one member initially. The number of members can be increased or diminished from time to time by the Regulations, but shall never be less than one member. The names and addresses of the initial member of the company are Robert Patrick Phillips, as Co-Trustee of the Joel P. Phillips, Jr. Family Trust, whose address is 200 N. Thornton Avenue, Orlando, Florida 32801-2164 and Elizabeth Bryant Phillips, Co-Trustee of the Joel P. Phillips, Jr. Family Trust, whose address is 450 Mallard Circle, Winter Park, Florida 32789.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Orlando, Florida on April 3, 2001.

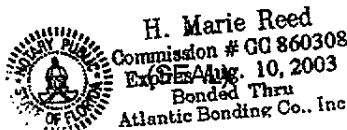
By: Robert Patrick Phillips
Robert Patrick Phillips, Co-Trustee
of the Joel P. Phillips, Jr. Family Trust

By: Elizabeth Bryant Phillips
Elizabeth Bryant Phillips, Co-Trustee
Of the Joel P. Phillips, Jr. Family Trust

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 3rd day of April 2001, by ROBERT PATRICK PHILLIPS, who is known to me to be the Co-Trustee of the Joel P. Phillips, Jr. Family Trust., and who is personally known to me or who has produced _____ as identification.

H. Marie Reed
Notary Public, State of Florida at Large

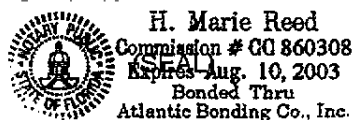


FILED
01 APR 10 PM 3:54
TALLAHASSEE FLORIDA
SECRETARY OF STATE

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 3rd day of April 2001, by ELIZABETH BRYANT PHILLIPS, who is known to me to be the Co-Trustee of the Joel P. Phillips, Jr. Family Trust., and who is personally known to me or who has produced _____ as identification.

H. Marie Reed
Notary Public, State of Florida at Large



CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.407 or 608.415, CAMILLA GROVE, 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 CAMILLA GROVE, L.L.C.
2. The name and street address of the registered agent in Florida is: R. Patrick Phillips, 200 North Thornton Avenue, Orlando, Florida 32801.

The undersigned, being the person named in the articles of organization of CAMILLA GROVE, 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 hereinabove and 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.

DATED this 3 day of APRIL, 2001.


R. Patrick Phillips

FILED
01 APR 10 PM 3:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA