

MAY. 22. 2001 2:40PM
DIVISION OF CORPORATIONS

ST JOE CORP

NO. 2700 P. 1 of 2

L01000008145

Florida Department of State
Division of Corporations
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To:
Division of Corporations
Fax Number : (850) 205-0383

From:
Account Name : THE ST. JOE COMPANY
Account Number : I20000000110
Phone : (904) 858-5236
Fax Number : (904) 858-5296

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TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

Southwood Office I, L.L.C.

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| Certificate of Status | 0 |
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ARTICLES OF ORGANIZATION**OF****SOUTHWOOD OFFICE I, L.L.C.**

Pursuant to the requirements set forth within §608.407 of the Florida Limited Liability Company Act (the "Act"), the undersigned, being a natural person, does hereby act as the authorized representative in adopting and filing the following articles of organization for the purpose of organizing a limited liability company.

ARTICLE I - NAME

The name of the limited liability company (hereinafter referred to as the "Company") shall be Southwood Office I, L.L.C.

ARTICLE II - PRINCIPAL/MAILING ADDRESS

The street address of the principal office and mailing address of the Company is 1650 Prudential Drive, Suite 400, Jacksonville Florida 32207.

ARTICLE III - REGISTERED AGENT/OFFICE

The initial street address of the Company's registered office is 1650 Prudential Drive, Suite 400, Jacksonville, Florida 32207. The initial registered agent for the Company at that address is Lawrence Paine.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes.



Lawrence Paine

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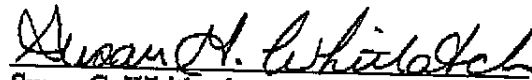
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ARTICLE IV - MANAGEMENT

This limited liability company shall be a manager-managed limited liability company and shall be managed by one or more managers. The initial managers of the company and addresses are:

| Initial Managers: | Business Address: |
|--------------------------|---|
| Michael N. Regan | 1650 Prudential Drive Suite 400 Jacksonville, FL 32207 |
| Michael J. Shalley | 1650 Prudential Drive Suite 400 Jacksonville, FL 32207 |
| M. Bruce Snyder | 1650 Prudential Drive Suite 400 Jacksonville, FL 32207 |
| Stephen W. Solomon | 1650 Prudential Drive Suite 400 Jacksonville, FL 32207 |

IN WITNESS WHEREOF, the undersigned authorized representative has executed these articles of organization this 22nd day of May, 2001.



Susan G. Whitlatch
Authorized Representative

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