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AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$155.00

01 JUN 20 PM 1:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ORDER DATE : June 20, 2001

ORDER TIME : 11:37 AM

ORDER NO. : 192875-005

CUSTOMER NO: 4732152

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CUSTOMER: Ms. Tristan Hoffman
Gartner Brock & Simon

Suite 203
1660 Prudential Drive
Jacksonville, FL 32207

DOMESTIC FILING

NAME: 707 DEVELOPERS, LLC

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

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DIVISION OF CORPORATION

L01-998
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ARTICLES OF ORGANIZATION
OF
707 DEVELOPERS, LLC

The undersigned, 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.

ARTICLE I
NAME

The name of the Limited Liability Company shall be 707 DEVELOPERS, LLC.

ARTICLE II
ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 1082 North Third Street, Jacksonville Beach, Florida 32250.

ARTICLE III
PURPOSE

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

ARTICLE IV
DURATION

The period of duration for the Limited Liability Company shall commence on June 8, 2001, and shall continue perpetually, unless terminated: (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

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ARTICLE V MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Manager is as follows:

Mark A. Werner
1819 S. Ocean Drive
Jacksonville Beach, Florida 32250

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


ARTICLE VI ADMISSION OF ADDITIONAL MEMBERS

Additional Members may be admitted upon the unanimous consent of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

ARTICLE VII REGISTERED AGENT AND OFFICE

The Company designates 1082 North Third Street, Jacksonville Beach, Florida 32250, as the street address of the initial registered office of the Company and names Mark A. Werner, as the Company's initial registered agent at that address to accept service of process within this State.

13th IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this day of June, 2001.

By: 
MARK A. WERNER

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is: 707 DEVELOPERS, LLC.
2. The name and address of the registered agent and office is:

Mark A. Werner
1082 North Third Street
Jacksonville Beach, Florida 32250

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.



Mark A. Werner

Date: 6/13/01

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