

L0100000/0102

ZIMMET, UNICE, SALZMAN & FELDMAN, P.A.

Two Prestige Place
2650 McCormick Drive, Suite 100
Clearwater, Florida 33759

ELITA D. COBBS
KEITH E. CUNNINGHAM
DONNA J. FELDMAN
ROBERT E. HEYMAN
BRET T. JARDINE
ANDREW J. SALZMAN
T.R. UNICE, JR.
NICOLE E. WEISS
ALAN S. ZIMMET

Telephone: (727)723-3772
Facsimile: (727)723-1421
Website: www.zusflaw.com

E-mail: jjorczak@zusflaw.com

June 19, 2001

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***125.00 ***125.00

Division of Corporations
Department of State
The Capitol
P. O. Box 6327
Tallahassee, FL 32314

Re: South Fork, L.L.C.

Gentlemen:

Enclosed is the original and one signed copy of the Articles of Organization for South Fork, L.L.C. We have also enclosed a check in the amount of \$125.00 for the filing fee.

Please process this filing at your earliest opportunity and return confirmation of same to this office.

Thank you for your assistance. If you have any questions, please do not hesitate to call us.

Very truly yours,

ZIMMET, UNICE, SALZMAN & FELDMAN, P.A.

Jo Lynn Jorcak
Jo Lynn Jorcak
Legal Assistant

Vlj

Enclosures

L01-10102
OK

**ARTICLES OF ORGANIZATION
OF
SOUTH FORK, L.L.C.**

The undersigned acting as an Organizer of a limited liability company under the Florida Limited Liability Company Act adopts the following Articles of Organization:

**I.
NAME**

The name of this limited liability company is SOUTH FORK, L.L.C. (hereinafter "Company").

**II.
PURPOSE**

The purpose for which this Company is formed is to engage in any activity permitted under the laws of the State of Florida.

**III.
TERM OF EXISTENCE**

This Company shall begin existence at the date of filing and shall exist perpetually.

**IV.
PRINCIPAL PLACE OF BUSINESS**

The mailing address and street address of the principal office of the Company is 1208 South Myrtle Avenue, Clearwater, Florida, 33756.

**V.
REGISTERED AGENT AND OFFICE**

The name and street address of the Company's registered agent, whose Appointment as Registered Agent is included with these Articles is:

Donna J. Feldman, Esquire
Zimmet, Unice, Salzman & Feldman, P.A.
2650 McCormick Drive, Suite 100
Clearwater, FL 33759

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TALLAHASSEE, FLORIDA

**VI.
MEMBERSHIP UNITS**

There shall be one thousand (1,000) Membership Units authorized for issuance by the Company.

**VII.
CONTINUITY**

The remaining Members of the Company will have the right to continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company.

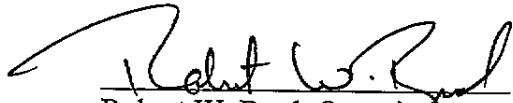
**VIII.
MANAGEMENT**

The business of the Company will be conducted under the management of its Managers who shall have authority to act for the Company as set forth in the Operating Agreement of the Company, and the names and addresses of the Managers of the Company are:

Robert W. Byrd
1208 South Myrtle Avenue
Clearwater, Florida 33756

John M. Ryan
1208 South Myrtle Avenue
Clearwater, Florida 33756

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization in accordance with Section 608.408(3), Florida Statutes, this 19th day of June, 2001.


Robert W. Byrd, Organizer

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TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Donna J. Feldman, of Zimmet, Unice, Salzman & Feldman, P.A., accept the appointment as registered agent of the Company, and state that I am familiar with and accept the duties and obligations of that position as provided for in Chapter 608, F.S.

Zimmet, Unice, Salzman & Feldman, P.A.

Date: June 19, 2001

By: 

Donna J. Feldman
Registered Agent

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TALLAHASSEE, FLORIDA