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GRAY, HARRIS & ROBINSON, P.A.

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Account Name : GRAY, HARRIS & ROBINSON, P.A. - ORLANDO  
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LIMITED LIABILITY COMPANY

LIVE OAKS PROPERTIES, LLC

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF ORGANIZATION  
OF  
LIVE OAKS PROPERTIES, LLC**

The undersigned, desiring to form a limited liability company pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act") hereby adopt the following Articles of Organization:

1. Name. The name of the limited liability company is LIVE OAKS PROPERTIES, LLC (the "Company").
2. Mailing Address and Street Address of the Principal Office. The mailing address and street address of the principal office of the Company within the State of Florida shall be 834 N. Westmoreland, Orlando, Florida 32804.
3. Name and Street Address of the Initial Registered Agent. The name and street address of the initial registered agent of the Company shall be N. Scott Novell, whose address is 834 N. Westmoreland, Orlando, Florida 32804.
4. Amendment and Conflict. These Articles of Organization may be amended by the Members in accordance with the terms of the Company's Operating Agreement. In the event of any conflict between these Articles of Organization and the Company's Operating Agreement, the provisions of the Company's Operating Agreement shall control.
5. Withdrawal of a Member. As provided in the Company's Operating Agreement, a Member (the "Withdrawing Member") may withdraw from the Company at any time in accordance with the terms of the Company's Operating Agreement. The Withdrawing Member shall not be entitled to receive the "fair value" (within the meaning of Section 608.427 of the Act) of the Withdrawing Member's Interest in the Company as of the effective date of withdrawal based on the Withdrawing Member's right to share in distributions from the Company. Instead, the Withdrawing Member shall be entitled to receive the amounts set forth in the Company's Operating Agreement.
6. Restrictions on Transfers of Interests. Except as provided in the Company's Operating Agreement, no Member shall sell, transfer, assign, convey, syndicate, deliver, hypothecate, pledge, encumber or otherwise deal with or dispose of, whether voluntarily, involuntarily or by operation of law, all or any portion of such Member's Interest in the Company (hereinafter in this Section 6, collectively referred to as "Transfer"), without first obtaining the unanimous written consent of the remaining Members. Any attempted Transfer not permitted under the terms of the Company's Operating Agreement shall be null and void.

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IN WITNESS WHEREOF, the undersigned Members have executed these  
Articles of Organization this 11<sup>th</sup> day of July, 2001.

Signed, sealed and delivered  
in the presence of:

Angela Russell  
Mark M. Novell  
Mark M. Novell  
Robert Link  
Mark M. Novell  
Robert Link  
Angela Russell  
Robert Link

## MEMBERS:

N. Scott Novell  
Larry B. Kuhnert  
Charles Link  
Mark M. Novell  
Mark M. Novell

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**ACCEPTANCE BY REGISTERED AGENT**

Having been appointed as Registered Agent and to accept service of process for LIVE OAKS PROPERTIES, LLC, the undersigned accepts such appointment, agrees to act in such capacity, and is familiar with and agrees to accept the obligations imposed by Florida Statutes Section 608.415.

DATED: July 11, 2001.

By:   
N. Scott Novell

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