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

EFFECTIVE DATE
8-23-01

AL

From: Account Name : TODD WATSON, ATTORNEY AT LAW
Account Number : I19990000260
Phone : (904)739-9747
Fax Number : (904)739-9748

LIMITED LIABILITY COMPANY**BETA FIVE OF ALACHUA, L.L.C.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$125.00

ARTICLES OF ORGANIZATION

OF

BETA FIVE OF ALACHUA, L.L.C.

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, do hereby adopt the following Articles of Organization.

ARTICLE 1.0

EFFECTIVE DATE
8-23-01

The name of the Limited Liability Company shall be Beta Five of Alachua, L.L.C.

ARTICLE 2.0

The Limited Liability Company shall become effective August 23, 2001, or as soon thereafter as filed with the Department of State. The period of its duration may not exceed 30 years from the date of filing with the Department of State.

ARTICLE 3.0

The purpose for which the Limited Liability Company is organized shall be the engagement of any legal business or investment activity as the Members may from time to time determine.

ARTICLE 4.0

The location of the principal place of business and mailing address of the Limited Liability Company shall be 35 Magnolia Avenue, Suite 2084, St. Augustine, Florida, 32084-2833.

ARTICLE 5.0

The admission of new Members shall be subject to the unanimous approval of the existing Members of the Limited Liability Company.

ARTICLE 6.0

Upon the affirmative majority vote thereof, the remaining Members of the Limited Liability Company may continue the business on 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 Limited Liability Company.

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ARTICLE 7.0

The Limited Liability Company shall be managed by its Members and name and address of the initial Member is as follows:

Beta of Alachua Limited Partnership,
a Nevada Limited Partnership

35 Magnolia Avenue
Suite 2084
St. Augustine, FL 32084-2833

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization.



By Charles Spires, as President of Beta
of Alachua, Inc., a Nevada corporation,
as General Partner of Beta of Alachua Limited
Partnership, a Nevada Limited Partnership

**STATE OF FLORIDA
COUNTY OF DUVAL**

The foregoing instrument was acknowledged before me this 23rd day of August, 2001, by Charles Spires, as President of Beta of Alachua, Inc., a Nevada corporation, as General Partner of Beta of Alachua Limited Partnership, a Nevada Limited Partnership, who has produced Florida Driver's License Number S162-143-44-329-0, as identification.

Signature of Notary Public

Notary's Seal:



FILED
01 AUG 22 2001
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 that following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is Beta Five of Alachua, L.L.C.
2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

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.


Registered Agent

Dated: 08/22/01

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TALLAHASSEE, FLORIDA

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