

EDSEL F.
MATTHEWS
JR., P.A.

PHONE • 850-432-1300
FACSIMILE • 850-438-4244

ATTORNEY AT LAW

REAL ESTATE DEPARTMENT
850-435-1008

308 SOUTH JEFFERSON STREET • PENSACOLA, FLORIDA 32501 • E-mail: emathews@ksinc.net

601000015602

Florida Secretary of State
Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

9/10

RE: All Points Property Management, LLC

MJH

Dear Sir or Madam:

000004578120--01
-09/10/01--01089--008
****125.00 ****125.00

Enclosed herewith you will find the following documents with regard to the above-referenced limited liability company:

1. Original and one (1) copy of the Articles of Organization of All Points Property Management, L.L.C. with attached Consent to Appointment of Registered Agent/Registered Office.
2. My firm's check in the amount of \$125.00 representing the filing fee for the Articles of Organization and Designation of Registered Agent.

After filing the Articles of Organization, please return a letter of acknowledgment and the copy of the Articles of Organization with the filing date stamped thereon.

Your kind attention to this matter is appreciated. Should you have any questions regarding the enclosed please do not hesitate to contact the undersigned.

Sincerely,

Jenice C. Jones, CLA

Jenice C. Jones, CLA
Certified Legal Assistant to
EDSEL F. MATTHEWS, JR., ESQUIRE

/jcj
Enclosure(s)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 SEP 10 AM 10:29

FILED

**ARTICLES OF ORGANIZATION
OF
ALL POINTS PROPERTY MANAGEMENT, LLC**

The undersigned, being the Member and Organizer of the Limited Liability Company hereby being formed under the Florida Statutes Annotated Sections 608.401 to 608.471, does hereby adopt the following Articles of Organization for the Limited Liability Company:

FIRST: The name of the Limited Liability Company is:

All Points Property Management, LLC

SECOND: The latest date on which the Limited Liability Company is to dissolve is August 1, 2050.

THIRD: The Limited Liability Company is organized for the following purposes: to engage in the business of the operation and management of rental properties and any other business activities not prohibited by the laws of this state or the United States, and to carry on any other activities necessary to, in connection with or incidental to the foregoing, as the Members in their discretion may deem desirable.

FOURTH: The mailing address and street address of the initial registered office of the Limited Liability Company in Florida is 308 South Jefferson Street, Pensacola, Florida 32501, and the name of the initial registered agent of the Limited Liability Company in Florida at that address is Edsel F. Matthews, Jr..

FIFTH: The mailing address and principal office of the Limited Liability Company is 3000 Langley Avenue, Suite 401, Pensacola, Florida 32504.

SIXTH: The Limited Liability Company will be operated by the Members, and no manager will be appointed. The name and address of the sole Member is: Flag Realty, Inc., a Florida corporation, having an address at 3000 Langley Avenue, Suite 401, Pensacola, Florida 32504

SEVENTH: The total amount of cash (and a description and agreed value of any property other than cash) contributed to the Limited Liability Company, as capital, by the sole Member is \$300.00. The allocations and distributions of the Limited Liability Company shall be made in proportion to the Members' Percentage Interests.

EIGHTH: Additional capital contributions may be made at such times and in such amounts as may hereafter may be agreed by the unanimous vote of the Members. No additional capital contributions have been agreed to by the Members at this time.

FILED
01 SEP 10 AM 10:29
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

NINTH: The existing Members shall have the right to admit additional Members to the Limited Liability Company, by the unanimous vote or consent of the Members.

TENTH: If there later are more than one Members, the remaining Members of the Limited Liability Company, by the unanimous vote or consent of the Members (other than the Member who caused the Withdrawal Event), may continue the Limited Liability 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 Limited Liability Company.

ELEVENTH: The name and address of the sole Member and Organizer of the Limited Liability Company are: Flag Realty, Inc., a Florida corporation, having an address at 3000 Langley Avenue, Suite 401, Pensacola, Florida 32504

TWELFTH: None of the Members of the Limited Liability Company are liable for payment of any debt, obligation or other liability of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed and acknowledged these Articles of Organization on September 4, 2001.

Witnesses:

Lisa Novatka
As to Lisa Novatka

FLAG REALTY, INC.

By: [Signature]
Its: President

[Signature]
As to Lori Lammiman

STATE OF FLORIDA, COUNTY OF ESCAMBIA, ss.

The foregoing instrument was acknowledged before me on the 4th day of September, 2001, by Rodger K. Lowery, the President of Flag Realty, Inc., on behalf of the corporation.

[Signature]
Notary Public
My commission expires on 1-4-04

Personally Known ☒ OR Produced Identification _____
Type of Identification Produced:

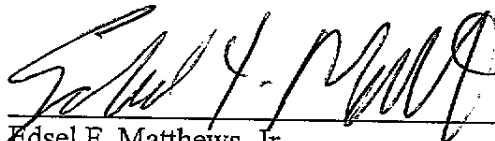
LISA NOVATKA
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC880580
EXPIRES 1/4/2004
BONDED THRU ASA 1-588-NOTARY1

**CONSENT TO APPOINTMENT
BY REGISTERED AGENT**

I, having been named as Registered Agent for All Points Property Management, LLC, hereby voluntarily consent to serve as Registered Agent for All Points Property Management, LLC.

I know and understand the duties and responsibilities of a Registered Agent as set forth in the Florida Statutes Annotated Sections 608.401 to 608.471, and I hereby accept those duties and responsibilities.

Dated: September 4th, 2001


Edsel F. Matthews, Jr.