

L01000016346

BAUMAN & WILCOCK, PA

6640 34th Avenue North
St. Petersburg, FL 33710
727-343-4744

September 10, 2001

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

600004602826--6
-09/20/01--01070--004
****125.00 ****125.00

Re: Merlin Properties, LLC

Dear Staff Member:

Enclosed is a check in the amount of \$125.00 representing the cost to file the following documents. An original and one copy of each is attached.

1. Articles of Organization MERLIN PROPERTIES, LLC
2. Certificate of Registered Agent

Thank you for your assistance.

Sincerely,


Nina Bauman, Esq.

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
MERLIN PROPERTIES, LLC**

**ARTICLE I
Name**

The name of this Limited Liability Company is Merlin Properties, LLC (hereinafter referred to as the "Company"). The duration of the Company shall commence upon the filing of these Articles of Organization and shall be perpetual.

**ARTICLE II
Principle Office**

The mailing address and street address of the principal office of the Company is:

Merlin Properties, LLC
P.O. Box 531822
St. Petersburg, Florida 33747

or such other place as the Members of the Company may determine from time to time.

**ARTICLE III
Registered Agent**

The name and address of the registered agent of the Company in the State of Florida is:

Nina Bauman
6640 34th Avenue North
St. Petersburg, Florida 33710.

**ARTICLE IV
Management**

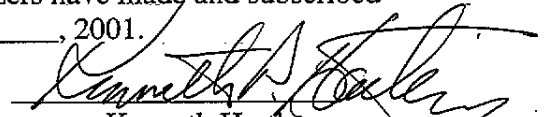
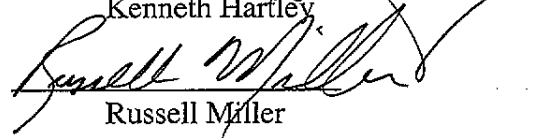
All members will manage and control the LLC, and there will be no designated managers.

**ARTICLE V
Officers**

No officer positions will be established.

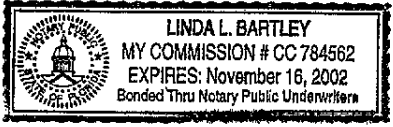
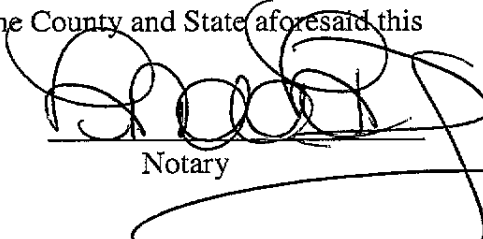
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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization this ____ day of _____, 2001.


Kenneth Hartley

Russell Miller

State of Florida
County of PINELLAS

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Kenneth Hartley and Russell Miller who is personally known to me or produced FL. DRIVER'S LICENSE as identification who executed the foregoing instrument and acknowledged before me that they executed the same.

WITNESS my hand and official seal in the County and State aforesaid this
4th day of SEPTEMBER, 2001.


Notary


CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Florida Statute Section 608.415 Merlin Properties, LLC, 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 Merlin Properties, LLC.
2. The name of the registered agent and office is Nina Bauman, 6640 34th Avenue North, St. Petersburg, Florida 33710.

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 above appointed 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.

Dated this 4th day of SEPTEMBER, 2001


Nina Bauman

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