



L01000016555

ACCOUNT NO. : 072100000032

REFERENCE : 647824 7286177

AUTHORIZATION : *Patricia Pizit*

COST LIMIT : \$ 125.00

ORDER DATE : September 26, 2001

ORDER TIME : 1:20 PM

ORDER NO. : 647824-005

CUSTOMER NO. : 7286177

500004612595--6

CUSTOMER NAME : Mr. H. William Vazquez
Kaufman Englett And Lynd, P.A.

Suite 302
1230 Douglas Avenue
Longwood, FL 32779

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: PARTNERS IN PROPERTIES, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

B-2071

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
FILED

**ARTICLES OF ORGANIZATION FOR
PARTNERS IN PROPERTIES, L.L.C.**

ARTICLE I. - NAME

The name of the Limited Liability Company is: PARTNERS IN PROPERTIES, L.L.C.

ARTICLE II. - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 2813 SMU Boulevard, Orlando, Florida 32820.

ARTICLE III. - DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV. - MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Molly Montgomery
606 Village Lane
Winter Park, FL 32792

Quenton Albright
2229 North 6th Street
Orlando, FL 32820

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V. - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be made by unanimous agreement of all Member-Managers.

ARTICLE VI. - MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability company to 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 shall be:

The members of PARTNERS IN PROPERTIES, L.L.C., agree that the company shall not automatically dissolve upon the death, retirement, resignation, expulsion, 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. In the alternative, the remaining members shall vote to determine whether to continue the business when a member leaves. The business of the limited liability company shall continue as before if the consent of all the remaining members is given as provided below, thereby dispensing with the need to dissolve and wind-up the business.

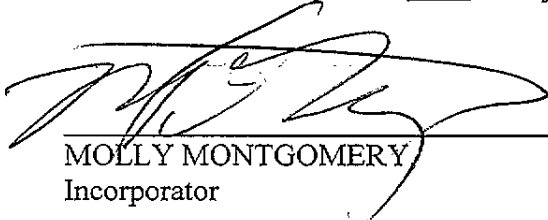
PARTNERS IN PROPERTIES, L.L.C. shall continue, despite the dissociation of any member-manager or member, if consent is given by:

(1) The remaining members holding a majority of the sharing ratios of all the remaining members. This determination shall be based on a reasonable estimate of profits from the date of the dissociation to the projected termination of the limited liability company, taking into account present and future allocations of profits under the Operating Agreement that is in effect as of the date of the dissolution event; and

(2) The remaining members holding a majority of the capital accounts of all of the remaining members. This determination shall be made as of the date of the dissociation.

The rights of the members expressed herein are intended to conform with Section 608.441(1)(c), Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17 day of July, 2001.


MOLLY MONTGOMERY
Incorporator

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RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgements in the State and County aforesaid, personally appeared MOLLY MONTGOMERY, to me known to be the person described as the incorporator in and who executed the foregoing Articles of Organization, and acknowledged before me that she subscribed to those Articles of Incorporation.

WITNESS my hand and official seal in the County and State last aforesaid this 17th day of ~~July~~, 2001.
August

Lori A. Whitaker

Notary Public

Print Name:

My Commission Expires:

Commission No.:



Lori A Whitaker

My Commission DD009697

Expires March 15, 2005

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SECRETARY OF STATE
TALLAHASSEE, FL 32304

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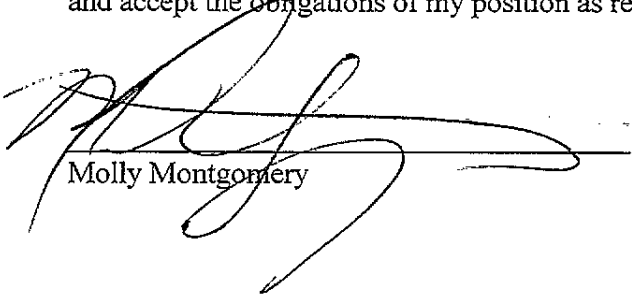
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED**

**PURSUANT TO THE PROVISIONS OF §608.514, FLORIDA STATUTES, THE
UNDERSIGNED LIMITED LIABILITY COMPANY 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: PARTNERS IN PROPERTIES, L.L.C.
2. The name and address of the registered agent and office is:

Molly Montgomery
606 Village Lane
Winter Park, FL 32792

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.


Molly Montgomery

8-17-01
Date

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AND
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TALLAHASSEE, FLORIDA