

APR-01-02 MON 02:27 PM

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Florida Department of State

Division of Corporations

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Katharine Harris, Secretary of State

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DIVISION OF CORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

Cape Fear Investors, LLC

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$125.00

CAPE FEAR INVESTORS, LLC
ARTICLES OF ORGANIZATION

The undersigned, being the duly authorized representative of the sole member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

ARTICLE I - NAME

The name of the limited liability company is Cape Fear Investors, LLC (the "Company").

ARTICLE II - ADDRESS

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

1200 Riverplace Boulevard
Suite 902
Jacksonville, Florida 32207

ARTICLE III - COMMENCEMENT OF EXISTENCE

The Company will exist perpetually, commencing on the date of filing of this Certificate of Formation with the Secretary of State of the State of Florida.

ARTICLE IV - CONTINUATION OF LIMITED LIABILITY COMPANY

So long as the Company continues to have at least one remaining member, the expiration, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company is not dissolved and is not required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the legal representative of such member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

ARTICLE V - REGISTERED AGENT AND OFFICE

The name and street address of the Company's initial registered agent for service of process in the state is:

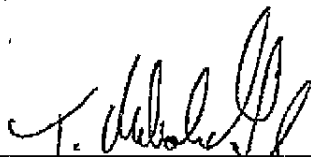
Intrastate Registered Agent Corporation
701 Brickell Avenue, Suite 3000
Miami, Florida 33131

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TALLAHASSEE, FLORIDA

ARTICLE VI - MANAGEMENT AND AUTHORITY

The Company shall be a member-managed company. Pursuant to Section 608.4235, Florida Statutes, every member of the Company shall be an agent of the Company solely by virtue of being a member, and every member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 1st day of April, 2002.



T. Malcolm Graham, Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

INTRASTATE REGISTERED AGENT CORPORATION

By: 

Crystal J. Adkins, Vice President