

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 Tallahassee, Florida 32301
(850) 224-8870 • 1-800-421-1111 • Fax (850) 224-2222

6020000 K4436

Shoppers at Pleasant
Hill, L.C.

500005695805--6
-06/07/02--01001--007
****125.00 ****125.00

602-14436
OK

Signature _____

Requested by: WZ

Name _____

Date 6/6

Time 5:00

Walk-In _____

Will Pick Up _____

____ Art of Inc. File _____

____ LTD Partnership File _____

☒ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

☒ Cert. Copy _____

____ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

____ UCC 11 Search _____

____ UCC 11 Retrieval _____

____ Courier _____

RECEIVED
02 JUN -6 PM 4:31
FILED
02 JUN -6 AM 11:10
TALLAHASSEE, FLORIDA
SECRETARY OF STATE
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 7, 2002

CAPTIAL CONNECTION

SUBJECT: SHOPPES AT PLEASANT HILL, L.C.
Ref. Number: W02000016526

We have received your document for SHOPPES AT PLEASANT HILL, L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407, Florida Statutes, requires the document(s) to be signed by a member or by the authorized representative of a member.

If you have any questions concerning the filing of your document, please call (850) 245-6020.

Tammi Cline
Document Specialist

Letter Number: 502A00037560

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

02 JUN 11 AM 9:38

DIVISION OF CORPORATIONS

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES OF ORGANIZATION
OF
SHOPPES AT PLEASANT HILL, L.C.

These Articles of Organization are made for the purposes of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608.

ARTICLE I - NAME

The name of this limited liability company is SHOPPES AT PLEASANT HILL, L.C. ("Company").

ARTICLE II - DURATION

The existence of this limited liability company shall commence upon the filing of these Articles with the Florida Department of State and shall continue the earlier of 99 years from the date these Articles are filed with the Florida Department of State or the occurrence of any of the events specified in Florida Statutes, Section 608.441, unless continued by the unanimous consent of all the remaining members.

ARTICLE III - PURPOSE

This limited liability company is organized for the transaction of any and all lawful business.

ARTICLE IV - POWERS

This limited liability company shall have all of the powers enumerated in the Florida Limited Liability Company Act.

ARTICLE V - PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT

The address of the place of business of the Company is 1416 Tusca Trail, Winter Springs, Florida 32708 and the name and address of the initial registered agent of the Company is Maurice Shams, 111 N. Orange Avenue, Suite 1200, Orlando, Florida 32801.

ARTICLE VI - CONTRIBUTIONS

Contributions of cash or property may be made from time to time to the Company upon agreement of all members.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VII - ADMISSION OF MEMBERS

Additional members may be admitted from time to time upon the unanimous written consent of all members of the Company. The terms and conditions of such admissions shall be adopted by unanimous written consent of all the members of this Company.

ARTICLE VIII - TERMINATION OF MEMBERSHIP

If a member dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy or upon the occurrence of any other event which terminates the continued membership of the member in the Company, the remaining members may by unanimous written agreement, continue the business of the Company.

ARTICLE IX - MANAGEMENT OF THE COMPANY

The Company shall be managed by Shyla G. Reich and John Reich, who both shall serve as a Managing Partner until and unless otherwise determined by the members of the Company at any meeting of the members or until its successor is elected and qualified to act in such capacity. The initial members of the company are Shyla G. Reich and Stephen G. Reich

ARTICLE X - REGULATIONS

The members may adopt, alter, amend or repeal regulations containing provisions for the management and regulation of the affairs of the Company, provided that such regulations are not inconsistent with the laws of the State of Florida or the Articles of Organization.

ARTICLE XI - DISSOLUTION

The Company shall be dissolved upon the occurrence of any of the following events:

- a. When the period established in Article II hereof for the duration of this limited liability company expires;
- b. By the unanimous written agreement of all members; or
- c. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event under law that would terminate the limited liability company, unless all of the remaining members of this limited liability company consent in writing to continue the Company.

ARTICLE XII - TRANSFER OF MEMBERSHIP INTEREST

No member may transfer his, her or its membership interest or any portion thereof without the prior written consent of all other members of the Company unless otherwise provided

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TALLAHASSEE, FLORIDA

by separate agreement.

ARTICLE XIII - AMENDMENT

This limited liability company reserves the right to amend, alter or repeal any provisions containing these Articles of Organization or any amendment thereto.

IN WITNESS WHEREOF, the undersigned member executed these Articles of Organization effective as of June 6, 2002.


Shyla G. Reich, Managing Member

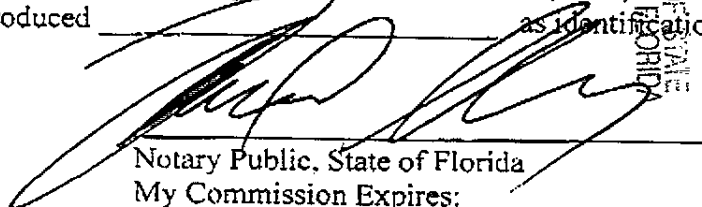
John Reich, Managing Member

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me this 31st day of May, 2002, by Shyla G. Reich, as Managing Partner of Pleasant Hill, L.C., who is personally known to me or who produced _____ as identification.



Maurice Shams
MY COMMISSION # CC878513 EXPIRES
October 10, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public, State of Florida
My Commission Expires:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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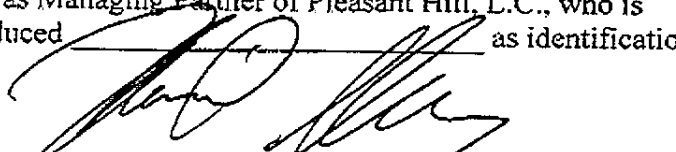
FILED

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was sworn to and subscribed before me this 6th day of June, 2002, by John Reich, as Managing Partner of Pleasant Hill, L.C., who is personally known to me or who produced _____ as identification.



Maurice Shams
MY COMMISSION # CC878513 EXPIRES
October 10, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public, State of Florida
My Commission Expires: