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June 6, 2002

Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

700005754417--6  
-06/11/02--01107--007  
\*\*\*\*125.00 \*\*\*\*125.00

Re: Interlachen Retail Partners LC

Gentlemen:

Enclosed for filing are two executed counterparts of the Articles of Organization for the above referenced entity. Also enclosed is a check in the amount of \$125.00 to cover the following filing fees:

Filing Fee	\$100.00
Designation of Registered Agent	<u>25.00</u>
	\$125.00

Please return one counterpart of the Articles of Organization to our office after filing. If you should have any questions concerning this proposed application, please let me know.

Sincerely,

*Barbara Humphrey, CLA*  
Barbara Humphrey, CLA  
Certified Legal Assistant/Paralegal

BH/  
Enclosures

A0535

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JUN 11 AM 9:13  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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**ARTICLES OF ORGANIZATION  
OF  
INTERLACHEN RETAIL PARTNERS LC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, adopts the following Articles of Organization.

**ARTICLE I**

**NAME**

The name of the limited liability company is Interlachen Retail Partners LC

**ARTICLE II**

**ADDRESS**

The principal office and mailing address of the limited liability company shall be  
505 Lancaster Street, #8AB, Jacksonville, Florida 32204.

**ARTICLE III**

**DURATION**

The duration of the limited liability company shall be perpetual, and shall commence on the date these Articles are executed, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, the company's existence shall commence upon filing by the Department of State.

**ARTICLE IV**

**MANAGEMENT**

The managing members shall be William H. Hall and David J. Heekin, whose address is 505 Lancaster St., #8AB, Jacksonville, Florida 32204. The authority of each managing member (and the other members, if any) to make certain decisions on behalf of the limited liability company shall be governed by the regulations of the company, as they exist from time to time.

**ARTICLE V**

**ADMISSION OF ADDITIONAL MEMBERS**

No person may be admitted as a member unless each member consents in writing to the admission of the additional member.

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## ARTICLE VI

### MEMBERS' RIGHTS TO CONTINUE BUSINESS

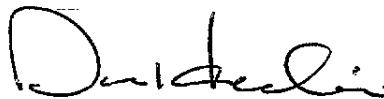
Upon the death, retirement, resignation, expulsion or dissolution of a member, or the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining member(s) of the limited liability company shall have the right to continue the business, provided each remaining member consents in writing.

## ARTICLE VII

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this limited liability company is 305 Lancaster Street, 14B, Jacksonville, Florida 32204, and the name of the initial registered agent of this limited liability company at that address is David J. Heekin. By executing these Articles as the organizing member and initial registered agent of the limited liability company, he hereby accepts his appointment as registered agent and agrees to act in this capacity and to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and further states that he is familiar with and accepts the obligations of his position as registered agent as provided for in Chapter 608, Florida Statutes.

IN WITNESS WHEREOF, the undersigned member has executed these Articles as a member and the initial registered agent of the limited liability company this 7 day of June, 2002. In accordance with Section 608.408(3), Florida Statutes, the execution of these Articles constitutes an affirmation under the penalties of perjury that the facts stated herein are true.



David J. Heekin  
Organizing Member and Initial Registered Agent

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