

L02000016135

FRAZIER & FRAZIER

ATTORNEYS AT LAW

SUITE A

1515 RIVERSIDE AVENUE

JACKSONVILLE, FLORIDA 32204

June 25, 2002

WILLIAM R. FRAZIER
W. ROBINSON FRAZIER
ROBERT K. RUSHING

TELEPHONE (904) 353-5616
FACSIMILE (904) 353-5619

VIA UPS NEXT DAY AIR

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32399

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-06/25/02--01055--005
****125.00 ****125.00

Gentlemen:

With reference to the organization of St. Charles Apartments, LLC, I am enclosing the following:

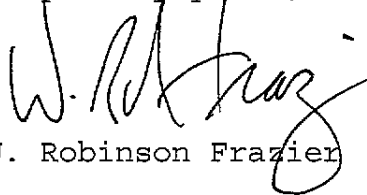
1. Two executed copies of Articles of Organization, together with Certificate Designating Registered Agent.

2. Check payable to the Secretary of State in the total amount of \$125.00 to cover the filing fee of \$100.00 and the Registered Agent's fee of \$25.00.

I would greatly appreciate it if you would please affix your receiving stamp on the duplicate executed copy of the Articles of Organization and return same to me as an acknowledgment copy.

Thank you for your attention to this matter.

Very truly yours,



W. Robinson Frazier

WRF:eg
Enclosures

cc: Mrs. Marguerite J. David Mussallem

02 JUN 26 AM 9:12
RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

16-27-02

ARTICLES OF ORGANIZATION

OF

ST. CHARLES APARTMENTS, LLC

ARTICLE I - NAME

The name of the Company is St. Charles Apartments, LLC.

ARTICLE II - DURATION

This Company shall be in existence in perpetuity from and after the date of filing of the Articles of Organization.

ARTICLE III - PURPOSE

This Company is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - PRINCIPAL PLACE OF BUSINESS AND REGISTERED AGENT

The street address and the mailing address of the principal office of the Company is 8604 LaLosa Drive West, Jacksonville, Florida 32217, and the name and address of the Company's registered agent is Marguerite J. David Mussallem, 8604 LaLosa Drive West, Jacksonville, Florida 32217.

ARTICLE V - MANAGEMENT OF THE COMPANY

The Company is to be a manager-managed limited liability company.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization as of the 25th day of June, 2002.

Marguerite J. David Mussallem

Marguerite J. David Mussallem, Member


02 JUN 26 AM 9:42
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JULY 1 2002
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APPROVED
AND
FILED

STATE OF FLORIDA
COUNTY OF DUVAL

On this 25th day of June, 2002, before me, the undersigned officer, personally appeared MARGUERITE J. DAVID-MUSSALLEM, who is personally known to me and known to me to be the person whose name is subscribed on the within instrument and he acknowledged that he executed the same on behalf of said limited liability company for the purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.


Delores B. Hanagriff
Notary Public, State of Florida
at Large
My Commission Expires: (SEAL)



Delores B. Hanagriff
MY COMMISSION # CC893744 EXPIRES
December 9, 2003
BONDED THRU TROY FAIR INSURANCE, INC.

APPROVED
AND
FILED
JUN 25 AM 9:42
CLERK OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PRO
CESS MAY BE SERVED PURSUANT TO FLORIDA STATUTES SECTION 608.415

In accordance with the provisions of Section 608.415, Florida
Statutes, the following is submitted in compliance with said sta-
tute section:

That St. Charles Apartments, LLC, desiring to organize under
the laws of the State of Florida, with its principal office as
indicated in the Articles of Organization at City of Jacksonville,
Duval County, State of Florida, has named Marguerite J. David
Mussallem, 8604 LaLosá Drive West, Jacksonville, Florida 32217, as
its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above
referenced limited liability company, at place designated in this
certificate, I hereby accept to act in this capacity and agree to
comply with the provisions of said statute section relative
keeping open said office.

Executed the 25th day of June, 2002.

By: Marguerite J. David Mussallem
Marguerite J. David Mussallem,
Registered Agent

02 JUN 26 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED