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August 6, 2002

VIA FEDERAL EXPRESS

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Organization of Oakleaf Forty Development, LLC
SGR File No: 051354.000

FILED
02 AUG -7 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir or Madam:

Please find enclosed for filing with the Florida Department of State an original and one (1) copy of Articles of Organization for the referenced limited liability company. Also enclosed is our firm's check in the amount of \$125.00 for the appropriate filing fee.

Please return the acknowledgment copy to the undersigned once the enclosed articles of organization have been filed. If you have any questions, or need additional information, please contact me at (904) 598-6115.

Very truly yours,

Ruth S. Fabella

Ruth S. Fabella
Paralegal

LO2-20150

QR

RSF/mtf
Encls.

ARTICLES OF ORGANIZATION
OF
OAKLEAF FORTY DEVELOPMENT, LLC

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

Article I

Name; Address

The name of the Company is Oakleaf Forty Development, LLC, and the address of the principal office and mailing address of the company is at 7700 Square Lake Boulevard, Jacksonville, FL 32256.

Article II


Initial Registered Office and Agent

The street address of the initial registered office of this company is 50 North Laura Street, Suite 2200, Jacksonville, FL 32202 and the name of the initial registered agent of this company at that address is Michael A. Walters.

Article III

The Company is to be member-managed. The initial managing member is Ronnie D. Coppenbarger.

IN WITNESS WHEREOF, the undersigned has executed these Articles this 31st day of July, 2002.




Name: Michael A. Walters

Authorized Representation

02 AUG -7 AM 10:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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HAVING BEEN NAMED AS REGISTERED AGENT FOR THE ABOVE STATED COMPANY, I HEREBY AGREE TO ACT IN THAT CAPACITY, AND I FURTHER STATE THAT I AM FAMILIAR WITH, AND ACCEPT, THE OBLIGATIONS OF THAT POSITION.



Michael A. Walters

Dated: July 31, 2002.

SGRJAX/25952.1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA