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CAMERLENGO & DRIVER, P.A.

4741 ATLANTIC BOULEVARD, SUITE D
JACKSONVILLE, FLORIDA 32207
WWW.INTREPIDLAW.COM

JOSEPH V. CAMERLENGO
G. RAY DRIVER, JR.

TELEPHONE (904) 206-9220
FACSIMILE (904) 206-9221

August 5, 2002

FILED
2002 JUL 26 PM 3:23
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

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

200006950622--6
-08/07/02--01063--014
***155.00 ***155.00

Dear Ladies and Gentlemen,

Our office initially prepared Articles of Organization and Articles of Incorporation (collectively, the "Articles") for five (5) entities and mailed them on Thursday, July 25, 2002 via Federal Express overnight delivery to be filed with your office. I recently was informed by Federal Express that one of their airplanes crashed in Tallahassee and that our package was on that plane. Pursuant to a conversation with a representative in your office, I am resubmitting an original copy of the Articles along with a copy of the Federal Express airbill. As discussed with the representative, it is crucial that we receive the filing date specified on the respective Articles, which would have been within five (5) days of the date actually filed.

Accordingly, please find enclosed the following documents:

EFFECTIVE DATE

07-23-02

1. A copy of the Federal Express airbill;
2. A copy of the original cover letter dated July 25, 2002;
3. An original of the Articles of Organization for Intrepid Registered Agent Services, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file first**);
4. An original of the Articles of Organization for Intrepid Holdings, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file second**);
5. An original of the Articles of Organization for Intrepid Corporate Services, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file third**);
6. An original of the Articles of Incorporation for KCS, Inc., together with a check in the amount of \$78.75 to cover the filing fee, registered agent designation, and certified copy fee (**file fourth**); and
7. An original of the Articles of Organization for Seawell Custom Homes, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file fifth**).

J. BRYAN AUG 8 2002

Department of State

Page 2

August 5, 2002

Please return the certified copies to Tammy D. Butler, c/o Camerlengo & Driver, P.A., 4741 Atlantic Boulevard, Suite D, Jacksonville, Florida 32207. If you have any questions, please give me a call.

Very truly yours,



Tammy D. Butler

TDB/tdb

Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

LAW OFFICES
CAMERLENGO & DRIVER, P.A.

4741 ATLANTIC BOULEVARD, SUITE D
JACKSONVILLE, FLORIDA 32207
WWW.INTREPIDLAW.COM

JOSEPH V. CAMERLENGO
G. RAY DRIVER, JR.

July 25, 2002

TELEPHONE (904) 306-9220
FACSIMILE (904) 306-9221

VIA FEDERAL EXPRESS

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

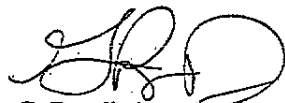
Dear Ladies and Gentlemen,

Please find enclosed the following documents:

1. The original of the Articles of Organization for Intrepid Registered Agent Services, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file first**);
2. The original of the Articles of Organization for Intrepid Holdings, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file second**);
3. The original of the Articles of Organization for Intrepid Corporate Services, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file third**);
4. The original of the Articles of Incorporation for KCS, Inc., together with a check in the amount of \$78.75 to cover the filing fee, registered agent designation, and certified copy fee (**file fourth**); and
5. The original of the Articles of Organization for Seawell Custom Homes, LLC, together with a check in the amount of \$155.00 to cover the filing fee, registered agent fee, and certified copy fee (**file fifth**).

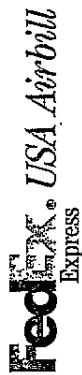
Please return the certified copies to G. Ray Driver, Jr., c/o Camerlengo & Driver, P.A., 4741 Atlantic Boulevard; Suite D, Jacksonville, Florida 32207. If you have any questions, please give me a call.

Very truly yours,


G. Ray Driver, Jr.

GRD/grd
Enclosures

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TALLAHASSEE, FLORIDA



8282 1998 6579

1 From **FedEx USA Airbill** Express
Date **7/25/02** Sender's FedEx Account Number
Sender's Name **Ray Driver** Phone **(904) 306-7220**
Company **JOSEPH V. CAMERLENGO, P.A.**
Address **4741 ATLANTIC BLVD STE D**
City **JACKSONVILLE** State **FL** ZIP **32207**
2 Your Internal Billing Reference **KCS, INC.**
3 To Recipient's Name **Dept. of State** Phone ()
Company **Division of Corporations**
Address **409 East Gaines St**
To "F100" at FedEx location, Mini FedEx address.

City **Tallahassee** State **FL** ZIP **32399**
Digit/Receipt/Reference

See back for application instructions.
Questions? Visit our Web site at **fedex.com**
or call 1-800-Go-FedEx® (800)463-3339.
By using this Airbill you agree to the service conditions on the back of this Airbill and in our current Service Guide, including terms that limit our liability.

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TALLAHASSEE, FLORIDA

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0205
Sender's Copy

4a Express Package Service
☐ FedEx Priority Overnight ☒ FedEx Standard Overnight ☐ FedEx First Overnight
Next business morning Next business afternoon Delivery to select locations
☐ FedEx 2Day ☐ FedEx Express Saver ☐ FedEx Extra Hours
Second business day Next business day Standard delivery for select locations
4b Express Freight Service
☐ FedEx 1Day Freight* ☐ FedEx 2Day Freight ☐ FedEx 3Day Freight
Next business day Second business day Third business day
Delivery commitment may be later in some areas.
*Call for Confirmation.
5 Packaging
☐ FedEx Envelope* ☐ FedEx Pak* ☐ Other Pkg.
Flat Rate Envelope Small Pak, FedEx Tube and FedEx Pak Large Pak, and FedEx Sturdy Pak
6 Special Handling
☐ SUNDAY Delivery ☐ HOLD Saturday at FedEx location ☐ HOLD Sunday at FedEx location
Available only for FedEx Priority Overnight and FedEx 2Day Overnight to select ZIP codes. Not available with FedEx First Overnight to select locations.
Does this shipment contain dangerous goods? ☒ No ☐ Yes ☐ Dry Ice ☐ Dry Ice 3 UN 1845 ☐ Cargo Aircraft Only
Signature required ☐ Signature required for FedEx Priority Overnight and FedEx 2Day Overnight to select ZIP codes.
7 Payment Bill to: ☒ Sender ☐ Recipient ☐ Third Party ☐ Credit Card ☐ Cash/Check
FedEx First Wk. Credit Card
Total Packages Total Weight Total Declared Value*
8 Release Signature Sign to authorize delivery without obtaining signature.
By signing you authorize us to deliver this shipment without obtaining a signature and agree to indemnify and hold us harmless from any resulting claims.
SOS New York 1200 Park Avenue © 1994-2001 FedEx USA

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**ARTICLES OF ORGANIZATION
OF
SEAWELL CUSTOM HOMES, LLC**

The undersigned, being a duly authorized representative of a 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 Seawell Custom Homes, LLC (the "Company").

ARTICLE II - ADDRESS

The street address of the principal office and the mailing address of the Company are:

450 State Road 13 N.
Jacksonville, Florida 32259

ARTICLE III - PURPOSE

EFFECTIVE DATE

07-23-02

The Company is organized for the purpose of performing all lawful business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - DURATION AND EXISTENCE; EFFECTIVE DATE

The Company will exist perpetually, commencing on July 23, 2002, unless the filing of these Articles of Organization occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Organization with the Secretary of State of the State of Florida.

ARTICLE V - CONTINUATION OF LIMITED LIABILITY COMPANY

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, 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 shall not be dissolved and shall not be 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 personal representative or other legal representative of the last remaining member agrees in writing to continue the Company and agrees to the admission of the personal representative or other 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.

Prepared by G. Ray Driver, Jr.
Florida Bar No. 0044032
Camerlengo & Driver, P.A.
4741 Atlantic Boulevard, Suite D
Jacksonville, Florida 32207
904-306-9220

ARTICLE VI - REGISTERED OFFICE AND AGENT

The Company hereby (i) designates 4741 Atlantic Boulevard, Suite D, Jacksonville, Florida 32207 as the street address of the Company's registered office, and (ii) names Intrepid Registered Agent Services, LLC, as the Company's registered agent at that address to accept service of process within the State of Florida.

ARTICLE VII - MANAGEMENT AND AUTHORITY

The Company shall be a manager-managed company. Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

IN WITNESS THEREOF, the undersigned has hereunto set his hand and seal this 23rd day of July, 2002.

SEAWELL CUSTOM HOMES, LLC

By: 

G. Ray Driver, Jr., Authorized Representative

ACCEPTANCE OF REGISTERED AGENT

The undersigned (i) 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 (ii) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: July 23, 2002

INTREPID REGISTERED AGENT SERVICES, LLC

By: 

G. Ray Driver, Jr., President

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TALLAHASSEE, FLORIDA