



O'CONNOR DEVELOPMENT CORPORATION

L02000021228

August 13, 2002

Via UPS Next Day Air

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

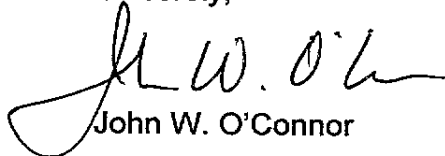
000007112750--0
-08/14/02--01065--007
****155.00 ****155.00

Re: **OLD INDEPENDENT LIFE BUILDING, LLC**

I have enclosed for filing the ARTICLES OF ORGANIZATION of **OLD INDEPENDENT LIFE BUILDING, LLC**. Please return a certified copy of the Articles to this office. I also have enclosed my firm check in the amount of \$155.00 representing the filing fee, registered agent fee, and the certified copy fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,


John W. O'Connor

JWO/cbm
Enclosures

FILED
22 AUG 14 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L02-21228
TC

**ARTICLES OF ORGANIZATION
OF
OLD INDEPENDENT LIFE BUILDING, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I

NAME

The name of the limited liability company shall be "Old Independent Life Building, LLC" (the "Company"). The principal place of business of the Company in Florida shall be 1550-A Business Center Drive, Orange Park, Florida 32003.

ARTICLE II

DURATION

The Company shall commence its existence on the date these Articles of Organization are executed, which date is August 12, 2002. The Company's existence shall terminate not later than December 31, 2075, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III

PURPOSES AND POWERS

The general purpose for which the Company is organized is to own, develop, operate, sell and otherwise deal in real property, and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

RECEIVED
CLERK OF STATE
TALLAHASSEE, FLORIDA

AUG 14 AM 9:25

FILED

ARTICLE IV

PRINCIPAL OFFICE OF THE COMPANY

The principal office of the business of the Company shall be 1550-A Business Center Drive, Orange Park, Florida 32003. The members may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the Company in the State of Florida is John W. O'Connor, 1550-A Business Center Drive, Orange Park, Florida 32003.

ARTICLE VI

CAPITAL CONTRIBUTIONS

The capital contributions of a member of the Company may be in cash, property or services rendered, or a promissory note or other obligation to contribute cash or property or to perform services. A promise by a member to contribute to the capital of the Company shall not be enforceable unless it is set out in writing and signed by the member.

ARTICLE VII

CONTINUATION OF BUSINESS

The members of the Company shall have the right to continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of a member in the Company upon the written consent of all remaining members, as long as there remain at all times at least two members of the Company. The regulations of the Company may provide for the automatic transfer of a member's interest in the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of such member or the occurrence of any other event that terminates the continued membership of such member in the Company; and, upon such transfer, the transferee of such member's interest in the Company may constitute a member for purposes of determining the number of members of the Company.

FILED
2 AUG 14 AM 9:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VIII

ADMISSION OF NEW MEMBERS

The members will have the authority as set forth in the regulations of the Company to admit a specified number of new members to the Company. No additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his, her or its interest in the Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the member proposing to dispose of his, her or its interest approve of the proposed transfer by unanimous written consent.

ARTICLE IX

TERMINATION OF EXISTENCE

The Company shall be dissolved (i) when the period fixed for the duration of the Company expires, (ii) upon the unanimous written agreement of all members, or (iii) upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of a majority the remaining members.

ARTICLE X

MANAGEMENT

The Company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. Members shall manage the business of the Company in proportion to capital contributions or otherwise as set forth in the regulations of the Company. The members may appoint a manager for the day to day business affairs of the Company and to act on behalf of the Company in all dealings with third parties, including without limitation execution of deeds, mortgages, notes and other transaction documents. The regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The names and addresses of the members of the Company are:

02 AUG 14 AM 9
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Name

Address

DuClay Corporation

1550-A Business Center Drive,
Orange Park, Florida 32003

ARTICLE XI

REGULATIONS

The members of the Company shall adopt regulations for the operation of the Company and to define the rights and obligations of the members of the Company. The regulations shall be adopted by all then existing members of the Company, and all subsequent members of the Company shall be bound by and subject to the regulations. The regulations may be amended by a written agreement executed by a majority of the members of the Company, as set forth in the regulations.

ARTICLE XII

AMENDMENT

The members of the Company shall amend these Articles of Organization when there is a change in the name of the Company, there is a false or erroneous statement in these Articles of Organization, there is a change in the time as stated in these Articles of Organization for the dissolution of the Company or the members desire to make a change in any other statement in these Articles of Organization in order for it to accurately represent the agreement between the members. If the Articles of Organization are amended to accurately represent the agreement between members, such amendment shall be adopted by a majority of the membership interest of the members of the Company based upon each members pro rata share of capital contributions of all members.

FILED
AUG 14 AM 9:25
CLERK OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Orange Park, Florida, for the foregoing uses and purposes this 12th day of August, 2002.

DuCLAY CORPORATION

BY:

John W. O'Connor
John W. O'Connor, President

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 12th day of August, 2002, by John W. O'Connor, President of DuClay Corporation, and as organizer of the above-named limited liability company, on behalf of the corporation. Each of such organizer ☒ is personally known to me or ☐ has produced _____ as identification.



TYLER O. MACARTHUR
MY COMMISSION # DD 121270
EXPIRES: June 18, 2006
Bonded Thru Budget Notary Services

(SEAL)

NOTARY PUBLIC:

Sign Tyler O. MacArthur
Print TYLER O. MACARTHUR

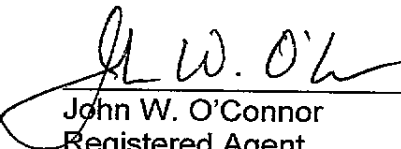
02 AUG 14 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

.
CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF
REGISTERED AGENT OF
OLD INDEPENDENT LIFE BUILDING, LLC

Pursuant to Sections 48.091 and 608.415, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon OLD INDEPENDENT LIFE BUILDING, LLC, a limited liability company organized under the laws of the State of Florida, is familiar with the obligations of a registered agent under the laws of the State of Florida and does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of Section 48.091(2) relative to keeping open the Registered Office of said limited liability company, which Registered Office is located at 1550-A Business Center Drive, Orange Park, Florida 32003.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Orange Park, Clay County, Florida, on this 12TH day of August, 2002



John W. O'Connor
Registered Agent

(SEAL)
02 AUG 14 AM 9:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED