

STOKES & COMPANY  
BUILDERS & DEVELOPERS



LO2000022496

315 BLOOMINGDALE AVE 1  
TALLAHASSEE, FL 32224  
(904) 822-1104  
FAX: (904) 822-1104

August 23, 2002

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

Re: Marsh Harbor Development, LLC

900007420819--1  
-08/29/02--01028--013  
\*\*\*\*133.75 \*\*\*\*133.75

Gentlemen:

Enclosed for filing is an executed original of the Articles of Organization of Marsh Harbor Development, LLC, together with the Certificate Designating Registered Agent and Registered Office.

Also enclosed is a check in the amount of \$133.75 to cover the filing fees:

Filing fee	\$100.00
Designation of Registered Agent and Registered Office	25.00
Certificate of Status	8.75
Total	<u>\$133.75</u>

If you have any questions concerning this formation, please call me at (904) 482-1104.

Sincerely,

*Sherry Hice*  
Sherry Hice

Enclosures

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 AUG 29 AM 10:37

FILED

LO2-22496  
JL

ARTICLES OF ORGANIZATION

OF

MARSH HARBOR DEVELOPMENT, LLC

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

ARTICLE I - NAME

The name of the limited liability company shall be MARSH HARBOR DEVELOPMENT, LLC ("Company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Company is 4315 Pablo Oaks Court, Suite 1, Jacksonville, Florida 32224-9667.

ARTICLE III - DURATION

The Company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The Company's existence shall be perpetual unless the Company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is John C. Kunkel, 4315 Pablo Oaks Court, Suite 1 Jacksonville, Florida 32224-9667.

ARTICLE V - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her 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 members of the Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VI - 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. These 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 name and address of the members of the Company are:

02 AUG 29 AM 10:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

E. Chester Stokes, Jr.  
4315 Pablo Oaks Court, Suite 1  
Jacksonville, Florida 32224-9667

Thomas C. Bergmann  
4315 Pablo Oaks Court, Suite 1  
Jacksonville, Florida 32224-9667

Michael E. Braren  
4315 Pablo Oaks Court, Suite 1  
Jacksonville, Florida 32224-9667

John C. Kunkel  
4315 Pablo Oaks Court, Suite 1  
Jacksonville, Florida 32224-9667

In addition, there shall be a managing member (as defined in §608.402(9) of the Act) of this Company, who shall implement the policies and decisions of the members, in accordance with and subject to the requirements of the Act and the regulations of this Company. The initial managing member, who shall serve as managing member until replaced in accordance with the provisions of the regulations of the Company, is as follows:

E. Chester Stokes, Jr.  
4315 Pablo Oaks Court, Suite 1  
Jacksonville, Florida 32224-9667

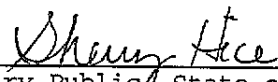
IN WITNESS WHEREOF, the undersigned, a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407(4) of the Act.

MARSH HARBOR DEVELOPMENT, LLC

  
\_\_\_\_\_  
E. Chester Stokes, Jr.  
Managing Member

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 23rd of August, 2002, by E. Chester Stokes, Jr., Managing Member of Marsh Harbor Development, LLC, who is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission expires:



Sherry Hice  
MY COMMISSION # CC906788 EXPIRES  
March 30, 2004  
BONDED THRU TROY FAIN INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, MARSH HARBOR DEVELOPMENT, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is MARSH HARBOR DEVELOPMENT, LLC.
2. The name and street address of the registered agent in Florida is:

John C. Kunkel  
4315 Pablo Oaks Court, Suite 1  
Jacksonville, Florida 32224-9667

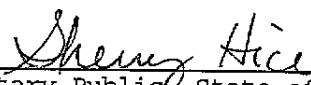
The undersigned, being the person named in the articles of organization as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated Company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated this 23rd day of August, 2002.

  
\_\_\_\_\_  
John C. Kunkel

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 23rd August, 2002, by John C. Kunkel, who is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Florida  
My Commission expires:



Sherry Hice  
MY COMMISSION # CC906788 EXPIRES  
March 30, 2004  
BONDED THRU TROY FAIR INSURANCE, INC.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 AUG 29 AM 10:37

FILED