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ACCOUNT NO. : 072100000032

REFERENCE : 779613 80745A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

02 OCT 11 PM 2:08
FILED
TALLAHASSEE FLORIDA
SECRETARY OF STATE

ORDER DATE : October 11, 2002

ORDER TIME : 10:45 AM

ORDER NO. : 779613-005

CUSTOMER NO: 80745A

CUSTOMER: Penny Every, Legal Asst
Korey, Sweet, Mckinnon Simpson
& Vukelja
Suite A
595 West Granada Boulevard
Ormond Beach, FL 32174

02 OCT 11 AM 11:41
RECEIVED
TALLAHASSEE FLORIDA
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DOMESTIC FILING

NAME: BABCOCK - GREEN DEVELOPMENT,
LLC

EFFECTIVE DATE:

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-10/11/02--01040--012
****155.00 ****155.00

____ ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Heather Powell - EXT. 1155

EXAMINER'S INITIALS:

B/K

ARTICLES OF ORGANIZATION
OF
BABCOCK - GREEN DEVELOPMENT, LLC
A Florida Limited Liability Company

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ARTICLE 1

Name

The name of this Limited Liability Company is: Babcock - Green Development, LLC.

ARTICLE 2

Duration

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of the original articles of organization by the Department of State of the State of Florida.

ARTICLE 3

Principal Office and Registered Agent

The mailing and the street address of the principal office of the limited liability company is 389 Muddy Creek Lane, Ormond Beach, FL 32174. The name and address of the initial registered agent of the limited liability company is Kevin Babcock, 389 Muddy Creek Lane, Ormond Beach, FL 32174.

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ARTICLE 4

Management

The company is to be a manager-managed company. The names and addresses of the Managers are as follows:

Kevin Babcock
389 Muddy Creek Lane
Ormond Beach, FL 32174

Lance E. Green
6469 Longlake Drive
Port Orange, FL 32128

ARTICLE 5

Continuation of Business

Upon the death, bankruptcy, retirement, resignation, or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the limited liability company, the remaining members may continue the legal existence and business of the limited liability company if (i) there is at least one remaining member or a new member is admitted, and (ii) within ninety (90) days after the occurrence of the event of dissolution, the members, by a majority in interest vote, consent in writing to the continuation of the business.

ARTICLE 6


Admission of Additional Members

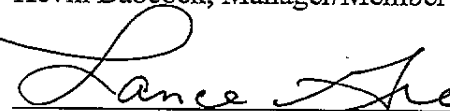
No person may be admitted as an additional member without the prior written consent of

the Managers. If such person is admitted, he or she shall be subject to the obligations and limitations in the Operating Agreement of the limited liability company, as amended for the additional members.

IN WITNESS WHEREOF, the undersigned members do hereby execute and acknowledge these articles of organization this 9th day of October

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Kevin Babcock, Manager/Member


Lance E. Green, Manager Member

CERTIFICATE DESIGNATING REGISTERED AGENT
AND STREET ADDRESS FOR SERVICE OR PROCESS

Pursuant to Section 608.415 Florida Statutes, BABCOCK - GREEN
DEVELOPMENT, LLC, hereby designates KEVIN BABCOCK, 389 Muddy Creek Lane,
Ormond Beach, FL 32174 as its registered agent and the street address of its registered office,
respectively, for service of process within the State of Florida.


Kevin Babcock, Manager/Member


Lance E. Green, Manager/Member

ACCEPTANCE OF DESIGNATION

The undersigned understands the obligations of and hereby accepts the foregoing designation as registered agent of BABCOCK - GREEN DEVELOPMENT, LLC for service of process within the State of Florida.



KEVIN BABCOCK, Manager/Member
Registered Agent

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