

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

L020000027062
Berry Beach Properties LLC

300008355923--4
-10/14/02-01008-015
****130.00 ****130.00

_____	Art of Inc. File_____
_____	LTD Partnership File_____
_____	Foreign Corp. File_____
<input checked="" type="checkbox"/>	L.C. File_____
_____	Fictitious Name File_____
_____	Trade/Service Mark_____
_____	Merger File_____
_____	Art. of Amend. File_____
_____	RA Resignation_____
_____	Dissolution / Withdrawal_____
_____	Annual Report / Reinstatement_____
_____	Cert. Copy_____
_____	Photo Copy_____
<input checked="" type="checkbox"/>	Certificate of Good Standing_____
_____	Certificate of Status_____
_____	Certificate of Fictitious Name_____
_____	Corp Record Search_____
_____	Officer Search_____
_____	Fictitious Search_____
_____	Fictitious Owner Search_____
_____	Vehicle Search_____
_____	Driving Record_____
_____	UCC 1 or 3 File_____
_____	UCC 11 Search_____
_____	UCC 11 Retrieval_____
_____	Courier_____

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
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02 OCT 14 AM 10:23
DIVISION OF CORPORATIONS

Signature _____

Requested by: *AW*

Name _____

Date *10/14*

Time _____

Walk-In _____

Will Pick Up _____

J. BRYAN OCT 14 2002

ARTICLES OF ORGANIZATION

OF

BERY BEACH PROPERTIES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization.

ARTICLE I

Name

The name of the limited liability company shall be Bery Beach Properties, LLC (the "Company"). The mailing address and the principal office of the Company in Florida shall be 1149 Shipwatch Drive East, Jacksonville, Florida 32225.

ARTICLE II

Duration

The Company's existence shall commence on the date these Articles of Organization are filed by the Florida Department of State and shall continue perpetually or until dissolved in accordance with these Articles of Organization adopted by the members.

ARTICLE III

Purposes and Powers

The general purpose for which this Company is organized is 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.

ARTICLE IV

Registered Office and Agent

The name and street address of the registered agent in the State of Florida is: Beverly H. Furtick, One Independent Drive, Suite 2600, Jacksonville, Florida 32202.

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ARTICLE V

Additional Capital Contributions

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

ARTICLE VI

Admission and Withdrawal of Members

No additional members shall be admitted to the Company except with the unanimous written consent of the members of the Company.

ARTICLE VII

Termination of Existence

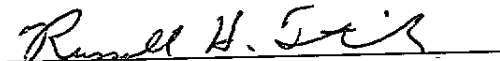
The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

ARTICLE VIII

Manager

The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization for the foregoing uses and purposes this 9th day of October, 2002.


Russell H. Furtick

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes, the undersigned Limited Liability Company
submits the following statement in designating the registered office/registered agent, in the State of

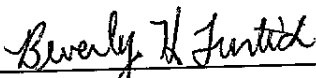
Florida:

1. The name of the limited liability company is: Bery Beach Properties, LLC.
2. The name and address of the registered agent and office is: Beverly H. Furtick, One
Independent Drive, Suite 2600, Jacksonville, Florida 32202.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above-named
limited liability company at the place designated in this Certificate, I hereby accept the appointment
as registered agent and agree to act in this capacity. I further agree to comply with the provisions
of all statutes relating to the proper and complete performance of my duties, and I am familiar with
and accept the obligations of my position as registered agent, as provided for in the Florida Limited
Liability Company Act.

DATED: This 9th day of October, 2002.


Beverly H. Furtick