

DEC-16-02

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FROM-AKERMAN SENTERFITT

904-798-3730

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Florida Department of State
Division of Corporations
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Account Number : 105543000740
Phone : (904) 798-3700
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AL

LIMITED LIABILITY COMPANY

Mayport Pioneer Properties, LLC

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$125.00

ARTICLES OF ORGANIZATION
OF
MAYPORT PIONEER PROPERTIES, LLC

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Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes, as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I
NAME

The name of the limited liability company (the "Company") shall be MAYPORT PIONEER PROPERTIES, LLC.

ARTICLE II
ADDRESS

The mailing and street address of the Company shall be 628 West 19th Street, Costa Mesa, CA 92627.

ARTICLE III
REGISTERED AGENT

The initial registered office of the Company shall be 50 North Laura Street, Suite 2500, Jacksonville, FL 32202 and its initial registered agent at such office shall be MOTOLAW, Inc.

ARTICLE IV
MANAGEMENT OF THE COMPANY

The Company will be a manager-managed company in accordance with and subject to the requirements of the Act and the Operating Agreement of the Company.

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

Dated this 16th day of December, 2002.

By: T. Randall Bryan, IV
T. Randall Bryan, IV, as sole member

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT
FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes, as amended from time to time (the "Act"), the following is submitted:

MAYPORT PIONEER PROPERTIES, LLC desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates MOTOLAW, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 2500, Jacksonville, FL 32202.

Dated this 16th day of December, 2002.

T. Randall Bryan, IV
T. Randall Bryan, IV, as sole member

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

Dated this 16th day of December, 2002.

MOTOLAW, Inc.

By: I. A. Colao
Ivan A. Colao, Vice President

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