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LIMITED LIABILITY COMPANY

Yellow Brick Road Properties, LLC

Certificate of Status	0
Certified Copy	0
Page Count	04
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**ARTICLES OF ORGANIZATION**  
**OF**  
**YELLOW BRICK ROAD PROPERTIES, LLC**

The undersigned, for the purpose of forming a Limited Liability Company (hereinafter referred to as the "Company") under the Florida Limited Liability Act, do hereby adopt the following Articles of Organization.

**ARTICLE 1.0**

The name of the Company shall be "Yellow Brick Road Properties, LLC".

**ARTICLE 2.0**

The period of the Company's duration may not exceed forty (40) years from the date of filing with the Department of State.

**ARTICLE 3.0**

The purpose for which the Company is organized shall be to own and manage real property and the engagement of any other legal business or investment activity as the Managers may from time to time determine.

**ARTICLE 4.0**

The location of the principal place of business and mailing address of the Company shall be 3790 Coastal Highway, St. Augustine, Florida 32084.

**ARTICLE 5.0**

The admission of new Members shall be subject to the unanimous approval of the existing Members and Managers of the Company.

**ARTICLE 6.0**

The Company shall be managed by Managers and the names and addresses of the initial Managers are as follows:

1. Marc A. Warmuth	3790 Coastal Highway, St. Augustine, FL 32084
2. Vandana Y. Bhide	3790 Coastal Highway, St. Augustine, FL 32084

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**ARTICLE 7.0**

A Member may withdraw its interest in the Company and receive a Distribution of its interest in the Company only upon the unanimous vote of the Members of the Company, not including the vote of the Member who is seeking to withdraw from the Company and the unanimous approval of the Managers of the Company. Furthermore, a member's interest in the Company shall not be terminated in the event the Member makes an assignment for the benefit of creditors, files a voluntary petition for bankruptcy, or any of the other events stated in Florida Statutes 608.4237, as amended, unless the termination is unanimously approved by the Managers and Members of the Company.

**ARTICLE 8.0**

The Company may make distributions to its Members only upon the unanimous vote of the Managers. Unless otherwise unanimously agreed by the Members and Managers, all distributions to Members shall be made pro rata in accordance with the Members' interest in the Company.

**EXECUTION**

Under penalties of perjury, the undersigned, Marc A. Warmuth and Vandana Y. Bhide, constituting all of the members of the Company, each having been duly authorized, declares that he or she has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

DATED this 19 day of March, 2003.

  
\_\_\_\_\_  
Marc A. Warmuth, Member

  
\_\_\_\_\_  
Vandana Y. Bhide, Member

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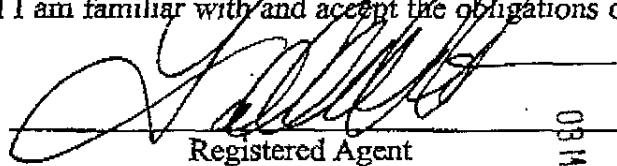
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits that following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is Yellow Brick Road Properties, LLC.

2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

Having been named as registered agent and to accept service of process for the above stated 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.

  
Registered Agent

Dated: 3-25-03

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