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DIVISION OF CORPORATION

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THIS INSTRUMENT PREPARED BY: GREGORY V. BEAUCHAMP, P. A. P. O. BOX 1129 CHIEFLAND, FLORIDA 32644-1129

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#### **ARTICLES OF ORGANIZATION**

OF

#### PODSTERSHIRE, L.L.C.

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, do hereby adopt the following Articles of Organization.

### ARTICLES 1.0

The name of the Limited Liability Company shall be: PODSTERSHIRE, L.L.C.

#### **ARTICLE 2.0**

The period of its duration may not exceed 30 years from the date of filing with the Department of State.

#### **ARTICLE 3.0**

The purpose for which the Limited Liability Company is organized shall be real estate investment as the Manager may from time to time determine.

SECRETARY OF STATE

#### **ARTICLE 4.0**

The location of the principal place of business and mailing address of the Limited Liability Company shall be: physical address is 370 N. Hathaway Avenue, Bronson, FL 32621 and the mailing address is P. O. Box 1533, Bronson, FL 32621.

#### **ARTICLE 5.0**

The admission of new Members shall be subject to the unanimous approval of the existing Members of the Limited Liability Company.

#### **ARTICLE 6.0**

Upon the affirmative majority thereof, the remaining Members of the Limited Liability Company may continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Limited Liability Company.

#### ARTICLE 7.0

The Limited Liability Company shall be managed by a Manager or Managers and the name and address of the initial Managers are as follows:

API PROPERTIES 603, L.L.C., a Nevada Limited Liability Company 4208 Douglas Blvd.
Granite Bay, CA 95746

IN WITNESS WHEREOF, the undersigned Member have executed these Articles of Organization this 37 Hz day of May, 2003. API Properties 603 LLC, a Nevada limited liability company API Properties Nevada, Inc., a Nevada corporation, sole member ane Mervine Sr. Vice President STATE OF FLORID COUNTY OF LEVY I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths take acknowledgments, and personally appeared Jane mervine , known to me to be the person(s) described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form(s) of identification: ( ) personally known or ( ) produced identification \_\_\_ oath(\*) taken. WITNESS my hand and official seal in the County and State last aforesaid this day of May, 2003. (NOTARY SEAL) Notary Signature

## 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.

The name of the Limited Liability Company is PODSTERSHIRE

L.L.C.

2. The name and the Florida street address of the Registered Agent

is:

GREGORY V. BEAUCHAMP 107 E. Park Avenue Chiefland, FL 32644

Having been named as Registered Agent and to accept service of process for the above state 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.

GREGORY V. BEAUCHAMP