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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 0721000000032

REFERENCE : 120837 80457A

AUTHORIZATION :

COST LIMIT : \$ 125.00

Patricia Pigute

ORDER DATE : June 5, 2003

ORDER TIME : 4:21 PM

ORDER NO. : 120837-005

CUSTOMER NO: 80457A

CUSTOMER: Ms. Laura Buckley
Black, Sims, Burnett And
Birch, L.L.P.
3rd Floor
501 North Grandview Avenue
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: ORMOND MALL SHELL, LLC

EFFECTIVE DATE:

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

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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

CONTACT PERSON: Susie Knight - EXT.1156

EXAMINER'S INITIALS: _____

ARTICLES OF ORGANIZATION

OF

ORMOND MALL SHELL, LLC

"Limited Liability Company"

The undersigned member hereby forms this limited liability company (hereinafter referred to as "this company") under the provisions of the Florida Limited Liability Company Act, Chapter 608, Florida Statutes (1997), and adopts as the Articles of Organization of such limited liability company the following:

**ARTICLE I
NAME**

The name of the limited liability company is: **ORMOND MALL SHELL, LLC.**

**ARTICLE II
TERM OF EXISTENCE**

The period of existence of this company is perpetual. The date and time at which the existence of this company begins is the date and time of filing of these articles of organization by the Florida Department of State.

**ARTICLE III
PURPOSE**

The purpose for which this company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which this company may conduct business. This company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this company.

**ARTICLE IV
PRINCIPAL OFFICE**

The mailing address and street address of the principal office of the limited liability company is:

**MAILING ADDRESS: 1204 OCEAN SHORE BOULEVARD
ORMOND BEACH, FLORIDA 32176**

**STREET ADDRESS: 1204 OCEAN SHORE BOULEVARD
ORMOND BEACH, FLORIDA 32176.**

**ARTICLE V
REGISTERED AGENT; REGISTERED OFFICE**

The name and street address of the initial registered agent of this company in the State of Florida is as follows:

**ROBERT F. PROVENZANO
1204 OCEAN SHORE BOULEVARD
ORMOND BEACH, FLORIDA 32176.**

**ARTICLE VI
ADMISSION OF ADDITIONAL MEMBERS**

The members of this company are given the right to admit additional members upon the condition that each new member is approved for admission by vote or consent in writing of all of the members then existing.

**ARTICLE VII
CONTINUATION OF BUSINESS**

The remaining members of this company are given the right to 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.

**ARTICLE VIII
MANAGEMENT**

The management of this company is reserved to its Managers. The names and addresses of the Managers are as follows:

**ROBERT L. HILLMAN
1204 OCEAN SHORE BOULEVARD
ORMOND BEACH, FLORIDA 32176**

**ROBERT F. PROVENZANO
1204 OCEAN SHORE BOULEVARD
ORMOND BEACH, FLORIDA 32176.**

EXECUTION

The undersigned authorized representatives of the members of this limited liability company execute these articles of organization this 5 day of June, 2003.



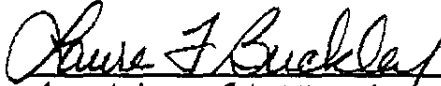
**ROBERT L. HILLMAN,
MANAGER**



**ROBERT F. PROVENZANO,
MANAGER**

**STATE OF FLORIDA
COUNTY OF VOLUSIA**

The foregoing instrument was acknowledged before me this 5th day of June, 2003 by **ROBERT L. HILLMAN** and **ROBERT F. PROVENZANO**, (a) ☒ who are personally known to me or (b) ☐ who have produced _____ as identification, and who acknowledged that they signed such instrument of their own free will.



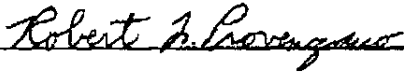
LAURA F. BUCKLEY
Notary Public, State of Florida at Large
My commission expires:



Laura F. Buckley
MY COMMISSION # DD179801 EXPIRES
February 25, 2007
BONDED THRU TROY FARM INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

THE UNDERSIGNED, being the person named in the articles of organization of **ORMOND MALL SHELL, LLC**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

_____

ROBERT F. PROVENZANO
REGISTERED AGENT