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To:

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Fax Number : (850) 205-0383

From:

Account Name : PATTERSON, BOND & LATSHAW, P.A.
Account Number : I20000000140
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DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA

LIMITED LIABILITY COMPANY

Carlton Investment Properties, LLC

Certificate of Status	1
Certified Copy	1
Page Count	01
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JUL - 8 2003

**ARTICLES OF ORGANIZATION
OF
CARLTON INVESTMENT PROPERTIES, LLC**

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

**ARTICLE I
NAME**

The name of the limited liability company shall be CARLTON INVESTMENT PROPERTIES, LLC ("Company"). The principal place of business of the Company in Florida shall be 517 Ponte Vedra Blvd, Ponte Vedra Beach, FL 32082. The mailing address of the Company shall be 517 Ponte Vedra Blvd, Ponte Vedra Beach, FL 32082.

**ARTICLE II
DURATION**

The Company shall commence its existence on the date these Articles of Organization are executed. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

**ARTICLE III
PURPOSES AND POWERS**

The general purpose for which the Company is organized is the owning, developing, selling, managing, brokering, leasing, and advertising real estate and 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 of the Company in the State of Florida is Patterson, Bond & Latshaw, P.A., 3010 South Third Street, Jacksonville Beach, Florida 32250.

**ARTICLE V
MANAGEMENT (MANAGEMENT BY A MANAGER)**

The Company shall be managed by a manager, in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not

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inconsistent with law or these Articles of Organization. The name and address of the Manager of the Company is:

NAME

Corinne Carlton Martin

ADDRESS

517 Ponte Vedra Blvd
Ponte Vedra Beach, FL 32082

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Jacksonville, Duval County, Florida, for the foregoing uses and purposes this 8th day of July, 2003.

Corinne Carlton Martin

Corinne Carlton Martin, Managing Member

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 8 day of July, 2003, by Corinne Carlton Martin, Manager Member of Carlton Investment Properties, LLC, a Florida limited liability company, on behalf of the company. She is personally known to me or has produced _____ as identification.



Mary B. Donehower
Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of CARLTON INVESTMENT PROPERTIES, LLC, as the registered agent of this limited liability company, hereby consents to his appointment as registered agent of the Company.

PATTERSON, BOND & LATSHAW, P.A.

By *John H. Latshaw, Jr.*
John H. Latshaw, Jr., as its Vice President