

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205 - 0383

From:

Account Name : KORN & ZEHMER, P.A.
Account Number : X20020000036
Phone : (904) 296 - 2111
Fax Number : (904) 296 - 0384

LIMITED LIABILITY COMPANY

Bellevue, LLC

Certificate of Status	1
Certified Copy	1
Page Count	03
Estimated Charge	\$160.00

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**ARTICLES OF ORGANIZATION
FOR
Bellevue, LLC**

ARTICLE I

The name of this Limited Liability Company is: Bellevue, LLC (hereinafter referred to as the "Company").

ARTICLE II

The street address and mailing address of the principal office of the Company is: 4300 Marsh Landing Boulevard, Suite 101, Jacksonville Beach, Florida 32250.

ARTICLE III

The period of duration for the Company shall begin as of the effective date for the filing of these Articles of Organization, and end on the sooner of (i) December 31, 2050 or (ii) the occurrence of any event which requires the dissolution of the Company as set forth in the Operating Agreement for the Company.

ARTICLE IV

The street address of the initial registered office of the Company is 6620 Southpoint Drive South, Suite 200, Jacksonville, Florida 32216, and the name of the initial registered agent of the Company at that address is John H. Zehmer.

ARTICLE V

The Company is to be managed by one or more managers, and is therefore a manager-managed company. The number of managers shall not be less than one (1), but may be such greater number as appointed by the Members from time to time in accordance with the Operating Agreement of the Company. Initially, there shall be one (1) manager, whose name and address is:


<u>Name</u>	<u>Post Office Address</u>
Finlay Properties, Inc.	4300 Marsh Landing Boulevard Suite 101 Jacksonville Beach, FL 32250

THE UNDERSIGNED, being an authorized representative of the Company, hereby makes, subscribes, acknowledges and files these Articles of Organization, and in accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the

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penalties of perjury that the facts stated herein are true, and the undersigned accordingly has hereunto set his hand and seal this 14th day of August, 2003.


John H. Zehmer, Authorized Representative

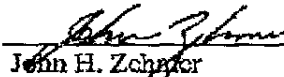
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT / REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Belleview, LLC
2. The name and address of the registered agent and office is:

John H. Zehmer
Korn & Zehmer, P.A.
6620 Southpoint Drive South
Suite 200
Jacksonville, Florida 32216

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 as provided for in Chapter 608, Florida Statutes.


John H. Zehmer

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AND
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