

Sep. 5. 2003 5:54AM

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Division of Corporations

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

From: Address Name : TODD MONTGOMERY, ATTORNEY AT LAW
Account Number : 118880000260
Phone : (904) 733-9747
Fax Number : (904) 733-9748

LIMITED LIABILITY COMPANY

Singer Island, LLC

Certificate of Filing	1
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Page Count	25
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DIVISION OF CORPORATION

JP 503

Glenda E. Hood
Secretary of State

September 5, 2003

TODD WATSON

SUBJECT: SINGER ISLAND, LLC
REF: W03000025324

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The designation of the registered office and the registered agent, both at the same Florida street address, must be contained within the document pursuant to Florida Statutes. The registered agent must sign accepting the designation as required by Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

FAX Aud. #: H03000268089
Letter Number: 803A00049496

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ARTICLES OF ORGANIZATION

OF

SINGER ISLAND, LLC

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.

ARTICLE 1.0

The name of the Limited Liability Company shall be "Singer Island, LLC".

ARTICLE 2.0

The duration of the company shall be thirty (30) years.

ARTICLE 3.0

The purpose for which the Limited Liability Company is organized shall be the engagement of any 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 Limited Liability Company shall be 35 Magnolia Avenue, 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 Limited Liability Company.

ARTICLE 6.0

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

- | | |
|------------------------|---|
| 1. Charles Spires, Jr. | 35 Magnolia Avenue, St. Augustine, FL 32084 |
| 2. Warren R. Lubrs | 255 Diesel Road, 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 affirmative vote of a majority of the Members of the Company, with each member voting in accordance with the percentage of company interest owned by the Member, not including the vote of the Member who is seeking to withdraw from the Company and the approval of a majority of the Managers of the Company, each Manager possessing one (1) vote. 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 of bankruptcy; or any of the other events stated in Florida Statutes §608.4237, as amended, unless the termination is approved by a majority of the Managers of the Company.

ARTICLE 8.0

The Company may make distributions to its Members upon the affirmative vote of a majority of the Managers, with each Manager possessing one (1) vote. Unless otherwise unanimously agreed by all of the Members and Managers, all distributions to Members shall be made in accordance with the percentage of Company interest owned by the Member.


ARTICLE 9.0

Unless expressly prohibited by Florida law, the Company shall indemnify and hold harmless any Member or Manager from and against any and all claims and demands against such person whatsoever which relate in any manner to or arise from the activities of the Company or assets owned by the Company.

EXECUTION

Under penalties of perjury, the undersigned, Charles Spires, Jr., constituting one of the members of the Company, having been duly authorized, declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

DATED this 4 day of September, 2003.


Charles Spires, Jr., Member

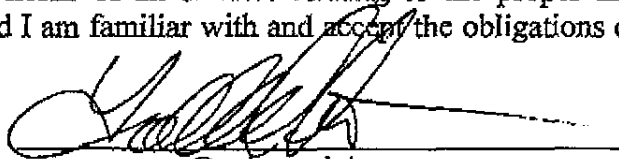
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 Singer Island, 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: September 4, 2003

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JACKSONVILLE, FLORIDA