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LAW OFFICES LEWIS & BERNARD, P.A.

24 N. Market Street, # 500 Jacksonville, Florida 32202

Sidney E. Lewis Lawrence J. Bernard Telephone: (904) 355-9003 Fax No.: (904) 350-9823

October 14, 2003

Secretary of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, Florida 32314

Re:

Memo Park, LLC, a Florida Limited Liability Company

Barrington Estates, LLC, a Florida Limited Liability Company

Dear Sir or Madam:

Enclosed please find the Articles of Organization for the above referenced limited liability companies which are forwarded to you for filing with the State of Florida. Please file same and return to me a stamped copy and letter issuing a Division of Corporations document number. I have included my firm check in the amount of \$125.00 for each company, to cover your filing fees and the resident agent designation fee.

Thank you for your kind attention to this matter.

mm

Lawrence J. Bernard

LJB:jlm

Enclosures

ARTICLES OF ORGANIZATION FOR MEMO PARK, LLC., a Florida Limited Liability Company

ARTICLE ONE NAME

The name of the Limited Liability Company is: MEMO PARK, LLC, a Florida Limited Liability Company.

ARTICLE TWO ADDRESS

The mailing address and street address of the principal office of the Limited Liablity Company is 8323 Ramona Boulevard, Jacksonville, Florida 32221.

ARTICLE THREE REGISTERED AGENT, REGISTERED OFFICE & RESIDENT AGENT'S SIGNATURE

The name and the Florida street address of the registered agent are:

Ronald W. Fussell, 8323 Ramona Boulevard, Jacksonville, Florida 32221

Having been named as registered agent 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, F.S.

Ronald W. Fussell

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ARTICLE FOUR MANAGEMENT

The Limited Liability Company is to be managed by a manager and is, therefore, a manager – managed company.

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Ronald W. Fussell