

Dec. 1. 2003 2:47PM

Miller & Howard, P.A.

Page 1 of 1

U03 000048655

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

From:
Account Name : HALSEMA & ASSOCIATES, PA
Account Number : F20030000143
Phone : (904) 346-1456
Fax Number : (904) 346-1456

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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LIMITED LIABILITY COMPANY

Briarcliff Group, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

DIVISION OF CORPORATION

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**ARTICLES OF ORGANIZATION
OF
BRIARCLIFF GROUP, LLC**

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

ARTICLE I - NAME

The name of the limited liability company shall be Briarcliff Group, LLC.

ARTICLE II - ADDRESS

The mailing address and the street address of the principal office of the Company shall be 3817 Dexter Dr. N., Jacksonville, FL 32218.

ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is sooner terminated as provided in the operating agreement of the Company.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the state of Florida is Halsema & Associates, P.A. at 1264 Eufaw Place, Jacksonville, Florida 32218.

ARTICLE V - SPECIFIC PURPOSE

The specific purpose for which this Company has been organized is to develop and manage real property. The Company shall also be authorized to carry on any business lawfully permitted by the Florida Limited Liability Company Act.

ARTICLE VI - ADMISSION OF NEW MEMBERS

Additional Members may be admitted at such times and on such terms and conditions as all Members may unanimously agree and as provided in the Operating Agreement of this Company.

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ARTICLE VII – BUSINESS CONTINUATION

The remaining Members of this Company may continue its business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of any other event which terminates the continued membership of the Member in this Company upon unanimous agreement and as provided in the Operating Agreement of the Company.

ARTICLE VIII – MANAGEMENT BY MEMBERS

The Company shall be managed by the members in accordance with an operating agreement adopted by the members for the management of the business and affairs of the Company. The operating agreement may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization.

IN WITNESS WHEREOF, the undersigned authorized representative of member has made and subscribed these Articles of Organization for the foregoing uses and purposes.

Executed by the undersigned on the 1st day of December, 2003.

By: _____

Jay C. Halsema,

Authorized Representative of Member

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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

Under the provisions of F.S. 608.415 or 608.507, Briarcliff Group, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Briarcliff Group, LLC.
2. The name and street address of the registered agent in Florida is:

Halsema & Associates, P.A.
1264 Eutaw Place, Jacksonville, FL 32207

The undersigned, being the person named in the Articles of Organization of Briarcliff Group, 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 accepts the obligation of the position of registered agent.

DATED this 1st day of December, 2003.

Halsema & Associates, P.A.

By: 

Jay C. Halsema
President

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