

Division of Corporations

Page 1 of 1

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Florida Department of State
Division of Corporations
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January 29, 2004

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LIMITED LIABILITY COMPANY

THE TOWERS OF CHANNELSIDE, LLC

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Towers of Channelside, LLC
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**ARTICLES OF ORGANIZATION
OF
THE TOWERS OF CHANNELSIDE, LLC**

1. Name. The name of this limited liability company is THE TOWERS OF CHANNELSIDE, LLC (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.

2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Florida Secretary of State, and the Company's existence shall be perpetual.

3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.

4. Place of Business. The mailing address and street address of the Company's principal office is 204 E. Terrace Drive, Plant City, Florida 33565.

5. Registered Agent and Office. The name of the initial registered agent of the Company is David L. Smith, Esquire. The street address of the initial registered agent of the Company is 201 North Franklin Street, Suite 2200, Tampa, Florida 33602.

6. Management of the Company. The Company shall be managed by one or more managers in accordance with an Operating Agreement adopted by all of the members.

7. Operating Agreement. The members shall have the power to adopt, alter, amend, or repeal the Operating Agreement of the Company containing provisions for the regulation and management of the affairs of the Company.

The undersigned executed these Articles of Organization on the 29th day of January, 2004.



David L. Smith, Esquire, as authorized
representative of Peninsula Towers, LLC, Member



David L. Smith, Esquire, as authorized
representative of MJM Land Holdings, LLC,
Member

(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.)

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ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative 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.



David L. Smith

Dated: January 29, 2004

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