

Sent by: FISHERTOUSEY
Division of Corporations

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

From:

Account Name : FISHER, TOUSEY, LEAS & BALL
Account Number : 119990000021
Phone : (904)356-2600
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LIMITED LIABILITY COMPANY

San Marco Professional Building, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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ARTICLES OF ORGANIZATION

OF

SAN MARCO PROFESSIONAL BUILDING, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608, hereby makes, acknowledges and files the following Articles of Organization:

ARTICLE I NAME

The name of the limited liability company shall be San Marco Professional Building, LLC (the "Company"). The mailing and street address of the principal office of the Company in Florida shall be: c/o Ocean Boulevard Development, Inc., 60 Ocean Boulevard, Suite 1, Atlantic Beach, Florida 32233.

ARTICLE II DURATION

The Company's existence shall commence on the date these Articles of Organization are filed with the Florida Department of State and shall continue perpetually or until dissolved in accordance with these Articles of Organization adopted by the members.

ARTICLE III PURPOSES AND POWERS

The general purpose for which this Company is organized is to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent in the State of Florida are: Robert T. Bass, Jr., c/o Ocean Boulevard Development, Inc., 60 Ocean Boulevard, Suite 1, Atlantic Beach, Florida 32233.

ARTICLE V ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

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JAN 11 2004

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**ARTICLE VI
ADMISSION AND WITHDRAWAL OF MEMBERS**

No additional members shall be admitted to the Company except upon the unanimous written consent of the members of the Company.

**ARTICLE VII
TERMINATION OF EXISTENCE**

The Company shall not be dissolved upon the occurrence of any event that terminates the continued membership of a member in the Company, provided there is at least one remaining member. The Company shall be terminated and dissolved upon the consent of all of the members.

**ARTICLE VIII
MANAGER**

The Company shall be managed by one or more managers and is a manager-managed limited liability company. The managers shall be elected in the manner set forth in the Operating Agreement of the Company. The managers shall hold the offices and have the responsibilities accorded to them by the members as set forth in the Operating Agreement.

IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization in Jacksonville, Florida for the foregoing uses and purposes this 4th day of February, 2004.


Robert T. Bass, Jr.

04 FEB 11 11:31
STANDARD TIME
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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Florida Statutes, San Marco Professional Building, LLC (the "Company") submits the following statement designating the registered office/registered agent of the Company in the State of Florida:

1. The name of the limited liability company is San Marco Professional Building, LLC.
2. The name and street address of the registered agent in the State of Florida are: Robert T. Bass, Jr., c/o Ocean Boulevard Development, Inc., 60 Ocean Boulevard, Atlantic Beach, Florida 32233.

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the Company at the place designated in this Certificate, I accept the appointment as registered agent and agree to act in this capacity. I am familiar with and accept the obligations of my position as registered agent as provided for in the Florida Limited Liability Company Act. I agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

DATED: This 4th day of February, 2004.


Robert T. Bass, Jr.

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