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AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

227 SOUTH CALHOUN STREET
P.O. BOX 391 (ZIP 32302)
TALLAHASSEE, FLORIDA 32301
(850) 224-9115 FAX (850) 222-7560
Writer's Direct Line: (850) 425-5457

August 13, 2004

Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

VIA HAND DELIVERY

FILED
04 AUG 13 PM 3:06
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

Re: Aquarian Development II, LLC

Dear Madam/Sir:

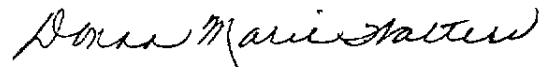
Enclosed are an original and one copy of the Articles of Organization for Aquarian Development II, LLC, a limited liability company. These Articles include Registered Agent and Registered Office designation for this company.

This firm's check in the amount of \$155.00 is enclosed, comprised of the \$100.00 filing fee, \$25.00 Designation of Registered Agent fee, and \$30.00 certified copy fee.

Please do not hesitate to call me at (850) 425-5457 if you have any questions. We will have our messenger return to pick up the certified copy and the certificate of filing.

Thank you in advance for your usual assistance in these matters.

Sincerely,



Donna Marie Walters
Legal Assistant

/dmw

Enclosures

RAP/AQUARIAN DEV IISOS ltr 08.13.04 LLC Arts
017903.40822

**ARTICLES OF ORGANIZATION
OF
AQUARIAN DEVELOPMENT II, LLC**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes, provides the following information for the purpose of forming a Limited Liability Company under the laws of the State of Florida.

**ARTICLE 1.
Name**

The name of the Limited Liability Company is **Aquarian Development II, LLC.**

**ARTICLE 2.
Address**

The street and mailing address of the place of business in Florida is:

3809 Piney Grove Drive
Tallahassee, Florida 32311-3608

**ARTICLE 3.
Registered Agent and Registered Office**

The name and Florida street address of the initial registered agent in Florida for the Limited Liability Company are:

James C. Springer
3809 Piney Grove Drive
Tallahassee, Florida 32311-3608

Having been named as registered agent and as the person to accept service of process for the above-stated limited liability company at the place designated in these Articles, 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, Florida Statutes.


James C. Springer, Registered Agent

**ARTICLE 4.
Management**

The name and address of the Managing Member are as follows:

James C. Springer, MGRM

3809 Piney Grove Drive
Tallahassee, Florida 32311-3608

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 13th day of August, 2004.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS DOCUMENT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.



James C. Springer, Member