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(Business Entity Name)

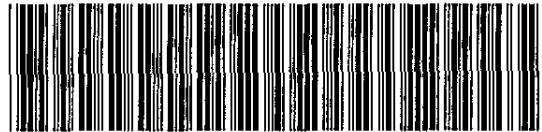
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04 AUG 25 PM 13:43
DIVISION OF REVENUE
TALLAHASSEE, FLORIDA
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04 AUG 25 AM 10:53
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

SMS Properties, Inc.

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- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☒ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ Courier

Signature

Requested by:

Name SMS Date 8/25/04 Time 10:56

Walk-In _____ Will Pick Up _____

Articles of Organization of SMS PROPERTIES, LLC.

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04 AUG 25 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
SMS PROPERTIES, 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 SMS PROPERTIES, LLC ("Company").

ARTICLE II -- ADDRESS

The mailing address of the principal office of the Company shall be P.O. Box 6272, Lakeland, FL 33807 and the street address of the principal office of the Company shall be 901 South Florida Ave, Suite 101, Lakeland, FL 33803.

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 earlier dissolved as provided in these Articles of Organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Daniel Medina, LL.M., 464 WEST PIPKIN ROAD, SUITE 1, LAKELAND, FL 33807.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the Company shall contribute to the capital of the Company the cash or property as set forth in the Operating Agreement.

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the Company only on the unanimous consent of all the members, as provided in the Operating Agreement.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the Operating Agreement, no additional members shall be admitted to the Company except with the unanimous written consent of all the members of the Company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Company as set forth in the Operating Agreement of the Company, but the transferee shall have no right to participate in the management of the business and affairs of the Company or become a member unless all the other members of the Company other than the

Articles of Organization of SMS PROPERTIES, LLC.

member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The Company shall be managed by managers in accordance with the Operating Agreement adopted by the members for the management of the business and affairs of the Company. This 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. The name and address of the initial managers of the Company are as follows:

NAME	ADDRESS
Glenn T. Shelby	2323 South Florida Ave. Lakeland, FL 33813
Daniel Medina	P.O. Box 6272 Lakeland, FL 33807
John K. Stargel	P.O. Box 2009 Lakeland, FL 33806

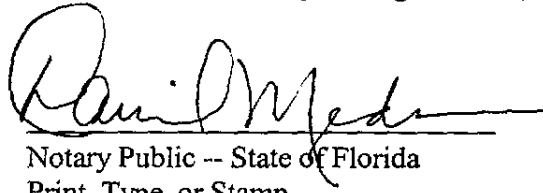
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Lakeland, Florida, on this 20th day of August, 2004.


Glenn T. Shelby, Organizer

Articles of Organization of SMS PROPERTIES, LLC.

STATE OF FLORIDA
COUNTY OF POLK

Sworn to (or affirmed) and subscribed before me this 20th day of August, 2004, by Glenn T. Shelby.



Notary Public -- State of Florida
Print, Type, or Stamp
Commissioned Name of Notary Public

Personally Known ☒

OR Produced Identification _____

Type of Identification Produced _____

DANIEL MEDINA
Notary Public, State of Florida
My comm. exp. July 17, 2008
Comm. No. DD 312247

Articles of Organization of SMS PROPERTIES, LLC.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTER OFFICE**

Under the provisions of F.S. 608.415 the SMS PROPERTIES, 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 in SMS PROPERTIES, LLC.
2. The name and address of the registered agent in Florida are:

DANIEL MEDINA, LL.M
464 WEST PIPKIN ROAD, STE 1
Lakeland, Florida 33807

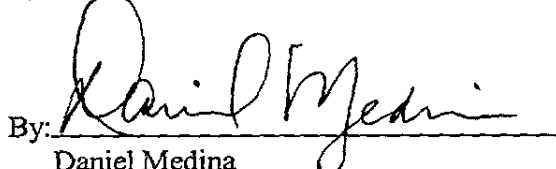
SMS PROPERTIES, LLC
A Florida Limited Liability Company


Glenn T. Shelby, Organizer

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the individual named in the articles of organization of SMS PROPERTIES, 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 its duties, and is familiar with and accept the obligations of the position of registered agent.

REGISTERED AGENT:

By: 
Daniel Medina