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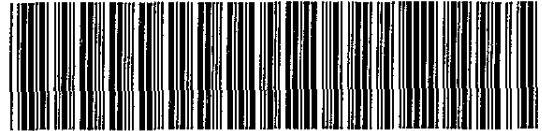
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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[Signature]

GATLIN & BIRCH, P.A.
ATTORNEYS AT LAW

C. ELMON GATLIN
DEAN W. BIRCH

OF COUNSEL:
DAVID M. GEORGE

620 TWIGGS STREET
TAMPA, FLORIDA 33602

TELEPHONE (813) 229-8561
FAX (813) 229-0422

September 2, 2004

Department of State
Division of Corporations
Old Jail
409 E. Gaines St.
Tallahassee, FL 32301

VIA FEDERAL EXPRESS
TRACKING NO.: 8467 1697 1319

Re: Articles of Organization for
Mission III Development Group, LLC.

Dear Sir or Madam:

Enclosed are the Articles of Organization Mission III Development Group, LLC., along with a check in the amount of \$125. The check is to cover the filing fee.

Please process the enclosed articles as soon as possible.

If you have any questions, please feel free to contact our office.

Sincerely yours,

GATLIN & BIRCH, P.A.



DEAN W. BIRCH, ESQUIRE

DWB/pkc

Enclosures

Copy to: Mission III Development Group, LLC. - (without enclosures)

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ARTICLES OF ORGANIZATION
OF
MISSION III DEVELOPMENT GROUP, LLC

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do(es) hereby provide and set forth the following:

1. **Name.** The name of the limited liability company is MISSION III DEVELOPMENT GROUP, LLC (hereinafter referred to as the "Company").
2. **Commencement and Duration.** The Company shall commence on the date of execution of these Articles of Incorporation by the undersigned. Unless earlier terminated under the Act or pursuant to the Operating Agreement, the period of duration of the Company shall be perpetual.
3. **Purpose.** The purpose for which the Company is organized is to engage in any and all business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.
4. **Mailing Address and Place Of Business.** The mailing address for the Company is P.O. Box 396, Tampa, FL 33601-0396, and the street address of the place of business for the Company is 102 S. 12th St., Tampa, FL 33602. These addresses may be changed from time to time as provided in the Operating Agreement.
5. **Registered Agent.** The initial registered agent in Florida for the Company is Gary Volenec, and the initial registered office is located at 102 S. 12th St., Tampa, FL 33602.
6. **Capital Contributions.** Contributions to the capital of the Company shall be made by the members to the extent and in the manner prescribed by the written Operating Agreement made and entered into by the members, which Operating Agreement may be amended from time to time in accordance with its terms.
7. **Members.** The Company may have one (1) or more members, but shall always have at least one (1) member. The Company may admit additional members as provided in these Articles of Organization and the Operating Agreement adopted by the members. All members shall be subject to the terms and provisions of these Articles of

Organization and the Operating Agreement adopted by the members. The names and addresses of the initial members of the Company are:

Gary Volenec - P.O. Box 396, Tampa, FL 33601-0396
Greg Johnson - P.O. Box 396, Tampa, FL 33601-0396
Scott Johnson - P.O. Box 396, Tampa, FL 33601-0396

8. **Management.** This shall be a member-managed Company, and the management and control of the business and affairs of the Company shall be vested in its members according to these Articles of Organization, F.S. Section 608.422 of the Act, and the Operating Agreement adopted by the members. The Company shall be managed by its members in accordance with these Articles of Organization, the Act, and the Operating Agreement adopted by the members. Except as otherwise specifically set forth in the Operating Agreement, no other person or entity (other than a member) shall have any right or authority to participate in the management of the Company. The Operating Agreement for the Company may contain any provision(s) allowed by the Act or law, including without limitation any provisions for the operation, regulation, management and conduct of the business and affairs of the Company which are not deemed invalid and/or prohibited by law, and which are not in conflict with these Articles of Organization. In the event of any conflict between the terms and provisions of the Act and these Articles of Organization, these Articles of Organization shall govern and control except to the extent such term or provision is prohibited, or deemed invalid, by the Act. In the event of any conflict between the terms and provisions of the Operating Agreement and these Articles of Organization, these Articles of Organization shall govern and control. In the event of any conflict between the terms and provisions of the Operating Agreement and the Act, the terms and provisions of the Operating Agreement shall govern and control except to the extent prohibited, or deemed invalid, by the Act.

Management shall be vested in the members of the Company in proportion to the then-current percentage interest of the members in the profits of the Company.

However, nothing herein shall be construed to prohibit or restrict the delegation of a member's power and/or authority to manage and/or control the business and/or affairs of Company, as provided in Section 608.4236, Florida Statutes, to one or more other persons as officers, directors, managing members, agents or a board of managers as provided in the Operating Agreement or in any separate writing, such as a management agreement.

9. **Voting of Members.** The decision of a majority-in-interest of the members of the Company shall be controlling, and shall be the act and decision of the members. The majority-in-interest of the members may also act via the written consent, without a meeting, of a majority-in-interest of the members in accordance with the Act or the Operating Agreement adopted by the members. The "majority-in-interest of the members"

shall, unless otherwise provided in the these Articles of Organization, mean the members, who have the right to participate in the management of the Company, owning more than fifty percent (50%) of the then-current percentage interest in the profits of the Company.

10. **Conveyance or Encumbering of Any Interest in Real Property.** Any instrument or document transferring, mortgaging, encumbering or affecting the Company's interest in any real property must be executed by all members of the Company who have the right to participate in the management of the Company, unless such right and power is provided to one (1) or more members via a vote, written consent or power of attorney by all of the members who have the right to participate in the management of the Company.

11. **Amendments to These Articles of Organization.** These Articles of Organization may only be amended or modified with the vote, or written consent without a meeting, of all of the members who have the right to participate in the management of the Company.

Executed at Tampa, Florida, on this 26 day of August

MISSION III DEVELOPMENT GROUP, L
a Florida limited liability company

By: 

GARY VOLENEC, Member

REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, 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.


GARY VOLENEC - REGISTERED AGENT

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