

L040000 67658

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

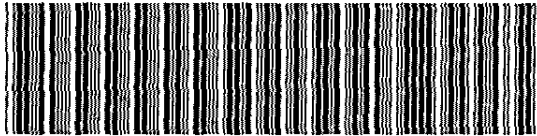
(Business Entity Name)

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04 SEP 15 PM 1:00  
01 SEP 15 AM 10:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
STATE DEPARTMENT OF REVENUE  
TALLAHASSEE, FLORIDA

CORPDIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

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TALLAHASSEE, FLORIDA

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: TRICIA TADLOCK

DATE: 09-14-04

REF. #: 0958.29920

CORP. NAME: SHEPHARD PROPERTIES OF FLORIDA, L.L.C.

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |   |
| <input type="checkbox"/> OTHER:                      |   |   |

STATE FEES PREPAID WITH CHECK# 509674 FOR \$ 125.00.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |  |   |  |
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| <input type="checkbox"/> CERTIFIED COPY        | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

ARTICLES OF ORGANIZATION  
OF  
SHEPHARD PROPERTIES OF FLORIDA , L.L.C.  
a Florida Limited Liability Company

FILED  
04 SEP 15 PM 1:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I  
NAME

The name of this Limited Liability Company is  
SHEPHARD PROPERTIES OF FLORIDA , L.L.C., (the "Company").

ARTICLE II  
PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III  
ADDRESS

The mailing and street address of the Company 's principal place of business is 15657 Redington Drive, Redington Beach, Florida 33708.

ARTICLE IV  
DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V  
MANAGEMENT  
MANAGER MANAGED**

The Limited Liability Company is to be managed by one or more managers and is therefore a manager-managed company. The initial Manager of this company is Douglas Shephard, whose business address is 15657 Redington Drive, Redington Beach, Florida 33708.

**ARTICLE VI  
MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

**ARTICLE VII  
ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE VIII  
AMENDMENT OF ARTICLES OF ORGANIZATION**

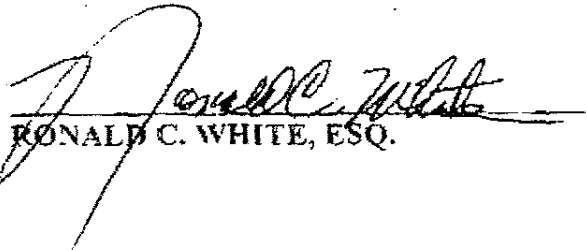
These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement permitting said amendment, at any annual or special meeting.

**ARTICLE IX  
DESIGNATION OF REGISTERED AGENT AND INITIAL ADDRESS OF  
REGISTERED OFFICE**

The initial Registered Agent is designated as Douglas Shephard, Manager. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

The street address of the initial registered office of this limited liability company in the State is 5348 First Avenue North, St. Petersburg, Florida 33710. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State .

**THESE ARTICLES OF ORGANIZATION** have been executed by the undersigned member or authorized representative of the member this 14<sup>th</sup> day of September 2004.

  
RONALD C. WHITE, ESQ.

**ACCEPTANCE OF REGISTERED AGENT  
OF SHEPHARD PROPERTIES OF FLORIDA , L.L.C.**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of **SHEPHARD PROPERTIES OF FLORIDA , L.L.C.**, Ronald C. White, Esq., the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

5348 First Avenue North  
St. Petersburg, Florida 33710

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State .

Signed this 19<sup>th</sup> day of September, 2004.

  
\_\_\_\_\_  
RONALD C. WHITE, ESQ.