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brkway East Shopping Center &	ec .	
Signature  Requested by: 93004 11:05  Name Date Time  Walk-In Will Pick Up	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 Fictitious Name  Corp Record Search  Officer Search  Fictitious Owner Search  Vehicle Search  Driving Record  UCC 1 or 3 File  UCC 11 Search  UCC 11 Retrieval  Courier	

## ARTICLES OF ORGANIZATION OF PARKWAY EAST SHOPPING CENTER, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

#### **ARTICLE I - NAME:**

The name of the limited liability company is PARKWAY EAST SHOPPING CENTER, L.L.C., (the "Company").

#### **ARTICLE II - ADDRESS:**

The mailing address and street address of the principal office of the Limited Liability Company is 1145 John Sims Parkway, Niceville, Florida 32578. The registered office of the Limited Liability Company is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

#### **ARTICLE III - DURATION:**

The period of duration for the Limited Liability Company shall commence on the date set forth below (i.e., the date of subscription and acknowledgment of these Articles of Organization) and shall be perpetual unless the Limited Liability Company is terminated as provided in its regulations; provided, however, that the remaining members may continue the existence of the Limited Liability Company as provided in Article VI below and as further provided in its regulations.

#### <u>ARTICLE IV - MANAGEMENT:</u>

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are: Plenn H. Phelps, Sr., as Trustee of the Plenn H. Phelps, Sr., Revocable Trust Agreement, dated December 29, 1997, 1745 John Sims Parkway, Niceville, Florida 32578 and Norma Jean Phelps, as Trustee of the Norma Jean Phelps, Revocable Trust Agreement, dated December 29, 1997, 1145 John Sims Parkway, Niceville, Florida 32578.

### **ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS:**

New members of the Limited Liability Company shall be admitted only upon the consent of all the members or otherwise pursuant to the terms and provisions of its regulations.

#### **ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS:**

The remaining members of the Limited Liability Company shall have the right, by unanimous consent, pursuant to the terms and provisions of its regulations, 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 otherwise terminates the continued membership of a member in the Limited Liability Company.

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be my act this 29 th day September 2004.

C. Jeffrey McInnis

An authorized representative of a member executing the Articles of Organization

SEP 36 PM I:

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In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Parkway East Shopping Center, L.L.C., (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office, as indicated in its Articles of Organization, at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, has named C. Jeffrey McInnis, located at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

#### <u>ACKNOWLEDGMENT</u>

Having been named as registered agent and to accept service of process for the above stated 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 are familiar with and accept the obligations of my position as registered agent

C. Jeffrey McInnis

DATED:

THIS INSTRUMENT PREPARED BY C. Jeffrey McInnis Anchors, Foster, McInnis & Keefe, P.A. 909 Mar Walt Drive, Suite 1014 Fort Walton Beach, Florida 32547 Telephone: (850) 863-4064