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TALLAHASSEE, FLORIDA

J. BRYAN DEC 9 2004

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November 23, 2004

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Organization of Sarasota Main Street Holdings, L.L.C.

Dear Sir or Madam:

Enclosed for filing are the Articles of Organization of Sarasota Main Street Holdings, L.L.C. and certificate of designation of registered agent along with a copy of the same. Please return a file stamped copy to me. Also enclosed is a check in the amount of \$125.00 representing the filing fee of \$100.00 and the registered agent fee of \$25.00.

Thank you for your assistance. Do not hesitate to contact me should you have any questions.

Very truly yours,



Joan Kenny Altes  
Office Manager

Enclosures

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TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION OF SARASOTA MAIN STREET HOLDINGS  
LIMITED LIABILITY COMPANY

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

**ARTICLE I — Name:**

The name of the Limited Liability Company is: Sarasota Main Street Holdings, L.L.C.

**ARTICLE II — Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

118 West Adams Street, Suite 700  
Jacksonville, Florida 32202

**ARTICLE III — Duration:**

The period of duration for the Limited Liability Company shall be: perpetual

**ARTICLE IV — Management:**

☐ The Limited Liability Company is to be managed by a manager or managers and the names and addresses of such managers who are to serve as managers are:

☒ The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

LB Jax Development, L.L.C.  
118 West Adams Street, Suite 700  
Jacksonville, Florida 32202

Southcoast Partners, Inc.  
99 SE Mizner Boulevard  
Boca Raton, Florida 33432

**ARTICLE V — Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted only upon the consent of a majority of the members

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and only after agreeing to be bound by the provisions of the Regulations.

#### **ARTICLE VI — Members' Rights to Continue Business**

The right, if given, of the remaining members of the limited liability company to continue the business 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 in the limited liability company shall be:

The Limited Liability Company shall not be dissolved by the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a member.

#### **ARTICLE VII - Regulations.**

Any Regulations (as defined in Section § 608.402(13) of the Act, relating to this Limited Liability Company must be in writing and signed by all of the Members.

IN WITNESS WHEREOF, we have signed these Articles of Organization and acknowledged them to be our act this 22<sup>nd</sup> day of November, 2004.

LB JAX DEVELOPMENT, L.L.C.  
a Florida limited liability company

By: Langton Associates, Inc.,  
a Florida corporation and  
Managing Member

By:   
Michael Langton, President

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TALLAHASSEE, FLORIDA

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

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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 is:

Sarasota Main Street Holdings, L.L.C.

2. The name and the Florida street address of the registered agent and registered office are:

Michael Langton  
118 West Adams Street, Suite 700  
Jacksonville, Florida 32202

*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.*

  
\_\_\_\_\_  
Michael Langton

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