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TALLAHASSEE, FLORIDA

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**TERENCE G. VANE, JR.**  
**ATTORNEY AT LAW**

BLACKSTONE BUILDING, SUITE 620 • 233 EAST BAY STREET • JACKSONVILLE, FL 32202

TERENCE G. VANE, JR., P.A.

(904) 353-8285 • FAX (904) 633-9561 • [tg.vane@bellsouth.net](mailto:tg.vane@bellsouth.net)

January 6, 2005

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Land and Lake Marketing Company, LLC  
Our File No.: 04-0273-TGV

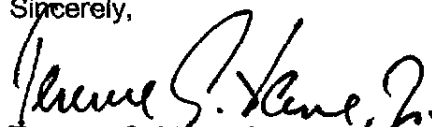
Ladies and Gentlemen:

An original and one copy of the Articles of Organization of Land and Lake Marketing Company, LLC, including designation and acceptance of registered agent, are enclosed for filing, together with a check payable to the Department of State in the amount of \$155.00 for payment of related fees. Please file the Articles of Organization and return a certified copy to me at the above address. The check for fees is allocated as follows:

Filing Fee:	\$100.00
Registered Agent	
Designation:	\$ 25.00
Certified Copy:	<u>\$ 30.00</u>
Total:	\$155.00

Thank you for your assistance. Should there be any question concerning the Articles of Organization or the filing thereof, please contact me.

Sincerely,

  
Terence G. Vane, Jr.  
Attorney at Law

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**Land and Lake Marketing Company, LLC**

The undersigned organizer hereby certifies that these Articles of Organization have been executed for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Florida Statutes, Chapter 608 of the laws of the State of Florida, providing for the formation, rights, privileges and immunities of limited liability companies for profit. The undersigned further declares that the following Articles shall serve as the charter and authority for the conduct of the business of the limited liability company.

**Article I: Name**

The name of the limited liability company is: Land and Lake Marketing Company, LLC

**Article II: Principal Office**

The address of the principal office of the limited liability company is:

226-5 Solana Road #140, Ponte Vedra Beach, Florida 32082

**Article III: Initial Registered Agent**

The name of the initial registered agent of the company is: Terence G. Vane, Jr.

The address of the initial registered agent of the company is:

233 East Bay Street, Suite 620, Jacksonville, Florida 32202

**Article IV: Management**

The limited liability company shall be managed initially by a single manager, in accordance with regulations adopted by the members for the management of the business and affairs of the company. The name of the initial manager who shall serve until a successor is elected and qualified is: Jack M. Walker, Jr. The address of the initial manager is: 226-5 Solana Road #140, Ponte Vedra Beach, Florida 32082.

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### **Article V: Initial Members**

There shall be two initial members of the company. Their names and addresses are:

Mary A. Ramsey, 698 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082

Jack M. Walker, Jr., 226-5 Solana Road #140, Ponte Vedra Beach, Florida 32082

### **Article VI: Member Restrictions**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission. A member's interest in the company may not be sold or transferred except with the unanimous written consent of all members. Upon the death, resignation, expulsion, bankruptcy or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business of the company upon the unanimous written consent of the remaining members.

### **Article VII: Duration**

The limited liability company shall continue until dissolved in a manner provided by law or as provided by regulations adopted by the members.

### **Article VIII: Purposes and Powers**

The purpose of the limited liability company is to engage in any lawful act or activity for which a limited liability company may be organized under Florida Statutes, Chapter 608. The company shall possess all of the powers, without limitation, granted to limited liability companies under Florida Statutes, Chapter 608, or by any other applicable law.

**In Witness Whereof**, the undersigned, being the organizer of the limited liability company, hereby certifies that these Articles constitute the Articles of Organization of Land and Lake Marketing Company, LLC.

Executed on this the 6<sup>th</sup> day of January, 2005, at Jacksonville, Florida.

  
Terence G. Vane, Jr.

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TALLAHASSEE, FLORIDA

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### Acceptance of Initial Registered Agent

This will acknowledge that the undersigned hereby accepts the appointment by Land and Lake Marketing Company, LLC as registered agent for the company to accept service of process. The undersigned hereby agrees to comply with the provisions of Florida Statutes Chapter 608.407(1)(c) and 608.415. The undersigned is familiar with and accepts the obligations and responsibilities of the position of registered agent.

Executed on this the 6<sup>th</sup> day of January, 2005, at Jacksonville, Florida.



Terence G. Vane, Jr.  
233 East Bay Street, Suite 620  
Jacksonville, Florida 32202

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