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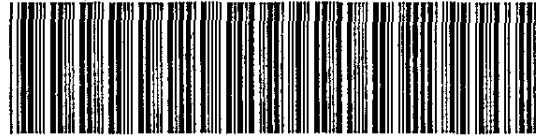
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## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Makeva Enterprises, L.C.  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Thomas J. Brown, Esq.

(Name of Person)

Brown And Brown Attorneys At Law, P.A.

(Firm/Company)

1102 E. Tennessee Street

(Address)

Tallahassee, FL 32308

(City/State and Zip Code)

For further information concerning this matter, please call:

Thomas J. Brown, Esq.

(Name of Person)

at ( 850 ) 224-2800

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |  |   |   |
|--|--|---|---|
| <input type="checkbox"/> \$125.00 Filing Fee | <input checked="" type="checkbox"/> \$130.00 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &<br>Certified Copy<br>(additional copy is enclosed) | <input type="checkbox"/> \$160.00 Filing Fee,<br>Certificate of Status &<br>Certified Copy<br>(additional copy is enclosed) |
|--|--|---|---|

**STREET ADDRESS:**

Registration Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

**MAILING ADDRESS:**

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

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TALLAHASSEE, FL 32309

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ARTICLES OF ORGANIZATION  
OF  
**MAKEVA ENTERPRISES, L.C.**

*PREAMBLE*

The undersigned members, **Kenneth W. Phillips, Valeria Sexton-Phillips, and Michael J. Phillips** for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended, (F.S.A. Sections 608.401 - 608.514) hereby make, acknowledge, adopt and file the following Articles of Organization for a Florida Limited Liability Company.

ARTICLE ONE

*Company Name*

The name of this Limited Liability Company shall be **Makeva Enterprises, L.C.**

ARTICLE TWO

*Term of Existence*

The period of duration for the Limited Liability Company shall be for Seventy Five (75) years.

ARTICLE THREE

*Purposes and Powers*

The general purpose for which the Limited Liability Company is organized is to acquire, own, develop and manage residential and commercial real estate, to purchase, lease, or otherwise to own real estate for the limited liability company to engage in, conduct and carry on any trade or business and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. To carry on the general purpose(s) set forth hereinabove, this Limited Liability Company is organized to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire, mortgage, create security interests in, and sell, or otherwise

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dispose of or deal with any real estate, trucks, equipment, storage facilities, machine and repair shops, freight, stock and repair yards; and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Limited Liability Company shall have all the powers granted to a limited liability company under the laws of the State of Florida subject to any modifications and limitations as set forth in these Articles of Organization or the Regulations and Operating Agreement duly adopted by the Limited Liability Company and permitted by the laws of the State of Florida.

ARTICLE FOUR

*Mailing Address and Address of Principal Office*

The street address of the initial principal office of the Liability Company is:

**1401 Maryland Avenue  
Lynn Haven, Florida 32444**

ARTICLE FIVE

*Registered Office and Agent*

The name and street address of the registered agent of the Limited Liability Company in the State of Florida is THOMAS J. BROWN, ESQ., Brown and Brown Attorneys at Law, P.A., 1102 East Tennessee Street, Tallahassee, Florida 32308-6912.

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ARTICLE SIX

*Capital Contributions*

The members of the Limited Liability Company shall contribute to the capital of the Limited Liability Company in kind services, cash and property as determined by the membership.

ARTICLE SEVEN

*Additional Capital Contributions*

Each member shall make additional capital contributions to the Limited Liability Company at such times and in such amounts as may be provided for in the Regulations and Operating Agreement adopted by the members of the Limited Liability Company or, in lieu, thereof, only upon the

unanimous consent of all the members.

**ARTICLE EIGHT**  
***Management***

The Limited Liability Company shall be managed by a General Manager and a Co-Manager in accordance with the Regulations and Operating Agreement adopted for the management of the business and affairs of the Limited Liability Company. All managers shall be members of the Limited Liability Company. The General Manager shall be the executive manager and shall have the power to bind the Limited Liability Company and his execution of any and all legal documents, as General Manager, shall be sufficient to bind the Limited Liability Company. The managers of the Limited Liability Company shall be elected annually by a majority vote of the members of the Limited Liability Company. The managers shall be elected at the annual meeting of the members of the Limited Liability Company and shall be installed as managers during such annual meeting. Each member of the Limited Liability Company shall be allowed to nominate himself or herself or another member for each of the manager positions. Each member's vote for each election of a manager shall equal his or her interest (the percentage of ownership) that he or she owns in the Limited Liability Company.

The names and addresses of the initial General Manager and Co-managers who are to serve as managers until the first annual meeting of the members and their successors are elected are as follows:

	<b><u>NAME/TITLE</u></b>	<b><u>ADDRESS</u></b>
1.	Kenneth W. Phillips General Manager	1401 Maryland Avenue Lynn Haven, Florida 32444
2.	Valeria Sexton-Phillips Co-Manager	1504 Wisconsin Avenue Lynn Haven, Florida 32444

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FLORIDA

3. Michael J. Phillips  
Co-Manager

1504 Wisconsin Avenue  
Lynn Haven, Florida 32444

ARTICLE NINE  
*Admission of Additional Members*  
*(Transferability of Interests)*

No additional members shall be admitted to the Limited Liability Company after the date of the Organizational Meeting except with the unanimous written consent of all the members of the Limited Liability Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Limited Liability Company as set forth in the Regulations and Operating Agreement of the Limited Liability Company, but the transferee shall have no right to participate in the management of the business and affairs of the Limited Liability Company or become a member unless all the other members of the Limited Liability Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Notwithstanding the foregoing, the members may by the written consent of all of the members of the Limited Liability Company change the terms and conditions for the admission of additional members in the Regulations and Operating Agreement for the Limited Liability Company.

ARTICLE TEN  
*Members Rights to Continue Business*

The Limited Liability Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Limited Liability Company, unless the business of the Limited Liability Company is continued by the consent of a majority in

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interest of the remaining members, provided there are at least two (2) remaining members.

Notwithstanding the foregoing, the members may change the terms and conditions for 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 in the Regulations and Operating Agreement for the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this 30th day of December, 2004.

Kenneth W. Phillips  
Kenneth W. Phillips, Member

Valeria L. Sexton Phillips  
Valeria Sexton-Phillips, Member

Michael J. Phillips  
Michael J. Phillips, Member

Prepared by:

Thomas J. Brown, Esq.  
**BROWN AND BROWN**  
ATTORNEYS AT LAW, P.A.  
1102 East Tennessee Street  
Tallahassee, Florida 32308-6912  
(850) 224-2800

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TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR CHAPTER 608, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

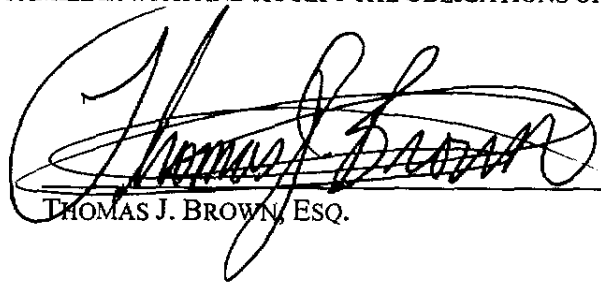
MAKEVA ENTERPRISES, L.C.

2. The name and address of the registered agent and office is:

THOMAS J. BROWN, ESQ.  
BROWN AND BROWN  
ATTORNEYS AT LAW, P.A.  
1102 East Tennessee Street  
Tallahassee, Florida 32308-6912

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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.

  
THOMAS J. BROWN, ESQ.

DATE: January 28, 2005