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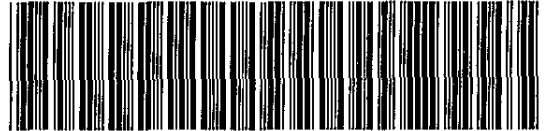
(Business Entity Name)

(Document Number)

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02/22/05

**Robert E. Maloney, Jr.**  
**Attorney at Law**

827 Fairways Court, Suite 310  
Stockbridge, Georgia 30281  
(770) 506-1111

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Connecticut  
Florida  
Massachusetts

Fax (770) 507-1595

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TALLAHASSEE, FLORIDA

February 21, 2005

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

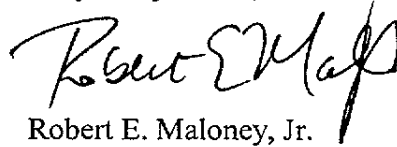
Re: H.B.P. Developers, L.C.

To Whom It May Concern:

Enclosed please find my original and one (1) copies of the Articles of Organization for the above referenced new Florida limited liability company. I also enclose my check in the amount of \$160.00, which fee shall include the filing fee and a return to me of a certified copy, as well as a Certificate of Status.

I would appreciate your filing this entity and returning the enclosed as a Certified Copy at your earliest convenience. Please forward any relevant correspondence to me at the above address.

Very Truly Yours,

  
Robert E. Maloney, Jr.

cc: H.B.P. Development, L.C.

REM/rg

## TRANSMITTAL LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: H.B.P. DEVELOPMENT, 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:

Robert E. Maloney, Jr., Esq.  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

827 Fairways Court, Suite 310  
(Address)

Stockbridge, Georgia 30281  
(City/State and Zip Code)

For further information concerning this matter, please call:

Robert E. Maloney, Jr., Esq. at ( 770 ) 506-1111  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- |  |   |   |  |
|--|---|---|--|
| <input type="checkbox"/> \$125.00 Filing Fee | <input 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 checked="" 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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## ARTICLES OF ORGANIZATION

OF

### H.B.P. DEVELOPERS, L.C.

The undersigned <sup>organizer</sup> ~~incorporator~~, for the purpose of forming a business organization under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

#### ARTICLE I - NAME

The name of the limited liability company is: **H.B.P. DEVELOPERS, L.C.** ("Company").

#### ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this company shall be: **1580 Bannerman Road, Suite 2, Tallahassee, Florida 32312.**

#### ARTICLE III - DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. The Company's existence shall terminate not later than February 15, 2035, unless the Company is earlier dissolved as provided in these Articles of Organization.

#### ARTICLE IV - PURPOSES AND POWERS

The general purpose for which the Company is organized is to own, operate acquire, renovate and operate, and invest in approximately 3.21 acres of land located in Bay County, Florida, and maintain other assets, both in and out of the State of Florida and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

#### ARTICLE V - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is:

Name:

**Mark A. Conner**

Street Address:

**1580 Bannerman Road, Suite 2  
Tallahassee, FL 32312**

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## **ARTICLE VI - CAPITAL CONTRIBUTIONS**

The members of the Company shall contribute to the capital of the Company the sum of \$500.00 cash or property.

## **ARTICLE VII - ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

## **ARTICLE VIII - ADMISSION OF NEW MEMBERS**

No additional members shall be admitted to the Company except with the unanimous consent of all the members of the 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 Company as set forth in the regulations of the Company, but the transferee shall have no right to participate in the management of the business affairs of the Company or become a member unless all other members of the Company other than the member proposing to dispose of his or her interest approve the proposed transfer by unanimous written consent.

## **ARTICLE IX - TERMINATION OF EXISTENCE**

The 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 in the Company, unless the business of the Company is continued by the consent of all the remaining members, provided there are at least two remaining members.

## **ARTICLE X - MANAGEMENT**

The Company shall be managed by the members in accordance with regulations adopted by the members in accordance with regulations adopted by the members for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the members of the Company are:

Name:

Street Address:

**Mark A. Conner**

**1580 Bannerman Road, Suite 2  
Tallahassee, FL 32312 (33 1/3%)**

**William L. McDonald**

**1001 Mallory Lane  
Greensboro, GA 30642 (33 1/3%)**

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TALLAHASSEE, FLORIDA

Ruben R. Rowe, III

2878 Remington Green Circle  
Tallahassee, FL 32312 (33 1/3%)

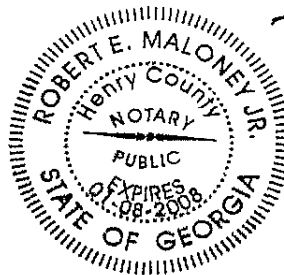
IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, for the foregoing uses and purposes this 21<sup>st</sup> day of February, 2005.

  
By: Mark A. Conner

STATE OF GEORGIA  
COUNTY OF HENRY

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared **Mark A. Conner**, to me known to be the organizers of the above limited liability company, and who subscribed the above Articles of Organization, and who executed the foregoing instrument and who acknowledged before me that they executed the same.

WITNESS my hand and official seal in the State and County last aforesaid this 21<sup>st</sup> day of February, 2005.

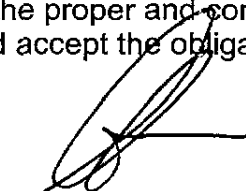


  
Notary Public

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SECRETARY OF STATE  
TALLAHASSEE, FL 32304

## ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED as Registered Agent and to accept service of process for the above-stated limited liability company, by the Articles of Organization of H.B.P. DEVELOPERS, L.C. at the place designated in the Articles, 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.

  
\_\_\_\_\_  
Mark A. Conner

DATE: 2-21-2005

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