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Division of Corporations

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY  
OVERLOOK DEVELOPMENT, LLC

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
OVERLOOK DEVELOPMENT, LLC**

The undersigned, for the purpose of forming a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

**Article I  
Name**

**Section 1.1. Name.** The name of this limited liability company shall be OVERLOOK DEVELOPMENT, LLC.

**Article II  
Principal Office and Mailing Address**

**Section 2.1. Principal Office and Mailing Address.** The principal office and mailing address of this limited liability company shall be 757 Mill Stream Road, Ponte Vedra Beach, Florida 32082.

**Article III  
Initial Registered Agent and Address**

**Section 3.1. Name and Address.** The name and street address of the initial registered agent of this limited liability company is:

William H. Monie, Jr.  
757 Mill Stream Road  
Ponte Vedra Beach, Florida 32082

**Article IV  
Effective Date; Duration**

**Section 4.1. Effective Date.** The existence of this limited liability company shall commence on the date these Articles are executed.

**Section 4.2. Duration.** This limited liability company shall terminate on the date set forth in its Operating Agreement.

Michael J. Ivan, Jr., Esquire  
IVAN & COLE  
One Independent Drive  
Suite 3131  
Jacksonville, Florida 32202  
Telephone: (904)358-3006  
Fla. Bar No.: 0016144

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**Article V**  
**Purposes**

**Section 5.1. Purposes.** This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

**Article VI**  
**Admission of Additional Members**

**Section 6.1. Admission of Additional Members.** The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

**Article VII**  
**Management**

**Section 7.1. Management.** The Company shall be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement.

**Article VIII**  
**Members**

**Section 8.1. Members.** William H. Monie, Jr. shall be the sole initial member of the Company.

**Article IX**  
**Operating Agreement**

**Section 9.1. Operating Agreement.** The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

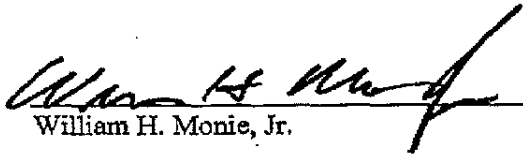
**Article X**  
**Amendment**

**Section 10.1. Amendment.** The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

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IN WITNESS WHEREOF, the undersigned member has executed these Articles of  
Organization the 2<sup>ND</sup> day of MARCH, 2005. SECRETARY OF SOCIETY  
TALLAHASSEE, FLORIDA

  
\_\_\_\_\_  
William H. Monie, Jr.

"Member"

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


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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: OVERLOOK DEVELOPMENT, LLC.
2. The name and the Florida street address of the registered agent are:

William H. Monie, Jr.  
757 Mill Stream Road  
Ponte Vedra Beach, Florida 32082

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 as provided for in Chapter 608, Florida Statutes.

  
William H. Monie, Jr.