

L05000051930

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

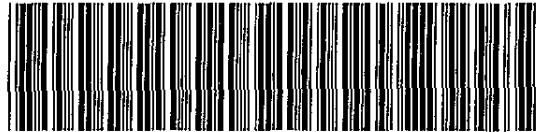
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900054676849

05/19/05--01026--010 **155.00

FILED
2005 MAY 19 PM 2:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

J. BROWN MAY 25 2005

Law Offices of
WILLIS, FEREBEE & HUTTON
A Partnership of Professional Associations

ROBERT STUART WILLIS, P.A.
BOARD CERTIFIED CRIMINAL TRIAL LAWYER
CRIMINAL DEFENSE - STATE & FEDERAL
PERSONAL INJURY

DAVID B. FEREBEE, P.A.
(LL.M. - TAXATION)
TAXATION & IRS MATTERS
BANKRUPTCY & COMMERCIAL
ESTATES, WILLS & TRUSTS

L.E. HUTTON, P.A.
CRIMINAL DEFENSE - STATE & FEDERAL

503 E. MONROE STREET
JACKSONVILLE, FLORIDA 32202

TELEPHONE: 904/358-7001
FAX: 904/353-2756

MAILING ADDRESS
P.O. Box 1796
JACKSONVILLE, FL 32201

May 18, 2005

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

**RE: ARTICLES OF ORGANIZATION
Phoenix Properties, LLC**

Dear Sir/Madam:

Please find enclosed the original and one copy of Articles of Organization for **Phoenix Properties, LLC**, together with my firm check in the amount of \$155.00 in payment of the filing fees, etc. Please file the original Articles and return an acknowledged copy to me for my records. I enclose a self-addressed, stamped envelope for your convenience.

If you have any questions or require anything further, please do not hesitate to contact my office.

Sincerely,



David B. Ferebee

DBF/lh
Enclosures

FILED
2005 MAY 19 PM 2:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
PHOENIX PROPERTIES, LLC

The undersigned, under the provisions of Chapter 608 of the Florida Statutes (the "Act"), for the purpose of forming a limited liability company under the laws of the State of Florida, do set forth the following:

1. Name.

The name of the limited liability company is Phoenix Properties, LLC (hereinafter referred to as the "Company").

2. Period of Duration.

Unless earlier terminated under the Act or the Operating Agreement, the period of duration of the Company shall be perpetual.

3. Purpose.

The purpose for which the Company is organized is to engage in any and all other business and activities permitted by the Act and any other applicable laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. Address Of Place Of Business.

The mailing address for the Company is 4256 Wicks Branch Road, St. Augustine, FL 32086, and the street address of the place of business for the Company is 4256 Wicks Branch Road, St. Augustine, FL 32086. These addresses may be changed from time to time as provided in the Operating Agreement.

5. Registered Agent.

The initial registered agent in Florida for the Company is David B. Ferebee, Esquire, (mailing address) P.O. Box 1796, Jacksonville, FL 32201 and the initial registered office is located at 503 E. Monroe Street, Jacksonville, FL 32202.

6. Capital Contributions.

Contributions to the capital of the Company shall be made by the members, in the manner prescribed by the written Operating Agreement made and entered into by the members and which may be amended from time to time in accordance with its terms.

FILED
2009 MAY 19 PM 2:26
DILLON
CORPORATIONS
TALLAHASSEE, FLORIDA

7. Members.

The Company shall have at least one member and may admit additional members on the prior unanimous written agreement of the then-existing members, or as otherwise provided in the Operating Agreement.

8. Continuity of Business.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member on the occurrence of any other event that terminates the continued membership of a member in the Company, or upon any other event that, under the Act, would result in dissolution of the Company, the business of the Company may be continued and the Company will not be dissolved without the prior written consent of all the remaining members of the Company.

9. Management.

The overall management and control of the business and affairs of the Company shall be vested in its members, as provided in these Articles of Organization and section 608.407 of the Act. Any and all action by the Company shall require the vote of members holding a majority interest in the Company.

10. Indemnification.

Except as expressly provided in the Operating Agreement, the Company shall indemnify any member, manager, or former member or manager to the full extent permitted under the Act.

Green Cove Springs, FL
Executed at Jacksonville, Florida, on this 31st day of March, 2005.

PHOENIX PROPERTIES, LLC
a Florida limited liability company

By: *[Signature]*
Dr. Keith R. D'Amato, Member/Manager

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me on this 31st day of March, 2005, by Dr. Keith R. D'Amato, as Member/Manager of Phoenix Properties, LLC, who () is personally known to me or () produced N/A as identification.

Rebecca Ann Turner
Notary Public — State of Florida
(Seal)



FILED
MAY 19 PM 2:26
JULIUS ROY CORPORATION'S
TALLAHASSEE, FLORIDA

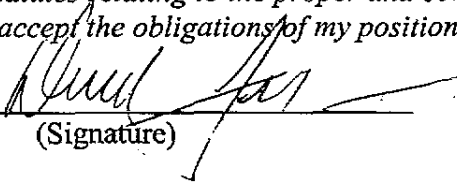
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

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: PHOENIX PROPERTIES, LLC
2. The name and the Florida street address of the registered agent and registered office are:

David B. Ferebee, Esquire, (mailing address) P.O. Box 1796, Jacksonville, FL 32201 and the initial registered office is located at 503 E. Monroe Street, Jacksonville, FL 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.


(Signature)

FILED
2005 MAY 19 PM 2:26
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA