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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**HOLCOMB & MAYTS, P.A.**

Attorneys And Counselors at Law  
201 N. ARMENIA AVE.  
TAMPA, FLORIDA 33609  
Phone: (813) 258-5835  
Fax: (813) 258-5124

VICTOR W. HOLCOMB

ANDREW J. MAYTS, JR.

September 16, 2005

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

RE: HPD Commercial, LLC  
Our File No.: 1108.11

To Whom It May Concern:

Enclosed herewith please find the original and one copy of the Articles of Organization of HPD Commercial, LLC. Please file and record the original Articles of Organization and use the extra copy to return to the undersigned as a certified copy.

Also enclosed is our firm check in the amount of \$155.00, which represents the following:

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

Upon filing the Articles of Organization, please return a certified copy of the Articles back to this office as soon as possible.

Should you have any questions, please do not hesitate to contact the undersigned.

Very truly yours,

HOLCOMB & MAYTS, P.A.

Andrew J. Mayts, Jr.

AJM:eth

Enclosures

## ARTICLES OF ORGANIZATION

OF

### HPD COMMERCIAL, LLC

I, **JAMES LANDERS**, hereby file these Articles of Organization as an authorized representative of a member of **HPD COMMERCIAL, LLC**, a Florida limited liability company to be formed pursuant to these Articles of Organization and the laws of the State of Florida.

#### ARTICLE I

### HPD COMMERCIAL, LLC

The name of the limited liability company to be formed hereunder is **HPD COMMERCIAL, LLC**.

#### ARTICLE II

#### DATE OF EXISTENCE AND PERIOD OF DURATION

This limited liability company shall begin existence effective upon the filing of these Articles of Organization, and shall continue perpetually, unless so terminated in accordance with the Operating Agreement and any Regulations adopted by the members (collectively the "Operating Agreement").

#### ARTICLE III

#### PURPOSES

The purpose of the limited liability company is to engage in the purchase and sale of real estate and real estate management or other related services and products, either on its own or in conjunction with others, as well as to conduct any other lawful activities mutually agreeable to the Members.

#### ARTICLE IV

#### POWERS

The limited liability company shall have the power to take any and all lawful actions necessary, appropriate, proper, advisable, incidental or convenient to or for the furtherance of its purposes.

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TALLAHASSEE FLORIDA  
SECRETARY OF STATE

ARTICLE V

MAILING ADDRESS AND PLACE OF BUSINESS

The address in Florida for the limited liability company is: 2506 S. MacDill Avenue, Suite A, Tampa, FL 33629.

ARTICLE VI  
MANAGEMENT

The limited liability company shall be managed by a Board of Managers.

ARTICLE VII  
REGISTERED OFFICE AND REGISTERED AGENT


The street address of the limited liability company's initial registered office in Florida is 201 North Armenia Ave., Tampa, Florida, 33609, and the name of its initial registered agent is Andrew J. Mayts, Jr., Esquire.


IN WITNESS THEREOF, the undersigned has executed these Articles of Organization this 14<sup>th</sup> day of September, 2005.

  
JAMES LANDERS

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 14<sup>th</sup> day of September, 2005, by **JAMES LANDERS**, who is personally known to me or produced \_\_\_\_\_ as identification, as an authorized representative of the members of **HPD COMMERCIAL, LLC**, as his free act and deed for the uses and purposes therein stated.

NOTARY PUBLIC-STATE OF FLORIDA  
 Jamie Dittbenner  
Commission # DD456068  
Expires: JULY 31, 2009  
Bonded Thru Atlantic Bonding Co., Inc.

  
NOTARY PUBLIC

Commission Number: \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

ARTICLES OF ORGANIZATION

OF

HPD COMMERCIAL, LLC

ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of HPD COMMERCIAL, LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent.

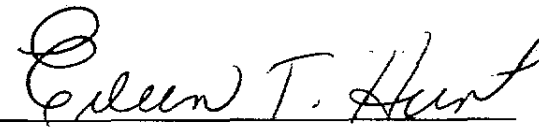
Signed this 16<sup>th</sup> day of Sept., 2005.

  
ANDREW J. MAYTS, JR.  
Registered Agent

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 16<sup>th</sup> day of Sept., 2005, by ANDREW J. MAYTS, JR., who is personally known to me, as Registered Agent for HPD COMMERCIAL, LLC.



  
NOTARY PUBLIC  
Commission Number: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_