

LOS000102932

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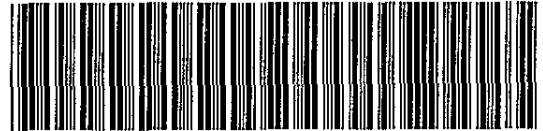
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[Signature]

YERGEY AND YERGEY, P.A.

ATTORNEYS AT LAW
211 NORTH MAGNOLIA AVENUE
ORLANDO, FLORIDA 32801

C. ARTHUR YERGEY (1900-1974)
GERMAINE G. YERGEY (1901-1981)
D. ARTHUR YERGEY (OF COUNSEL)
DAVID A. YERGEY, JR.

TELEPHONE
(407) 843-0430
FAX
(407) 843-0433

October 11, 2005

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

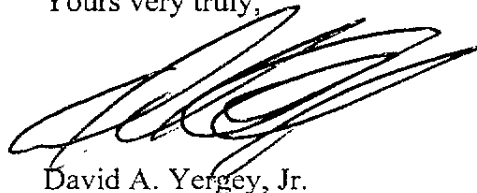
RE: K.F. Vail Family Properties, LLC

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of Articles of Organization for the above referenced entity along with our check in the amount of \$125.00. Please file the articles and forward a copy of same with the Letter of Documentation to this office.

If you have any questions or problems with this, please don't hesitate to call me.

Yours very truly,



David A. Yergey, Jr.

DAYJr:lb
enclosures

ARTICLES OF ORGANIZATION
OF
K.F. VAIL FAMILY PROPERTIES, LLC

The undersigned, for the purpose of forming a limited liability company 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 shall be K. F. VAIL FAMILY PROPERTIES, LLC ("company").

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company is 617 COLONIAL DRIVE, ORLANDO, FL 32803.

ARTICLE III - DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date if specified. The company's existence shall be perpetual, unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida is DAVID A. YERGEY, JR., 211 N. MAGNOLIA AVENUE, ORLANDO, FL 32803.

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company cash or property.

ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

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FLORIDA

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the 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 and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBER'S RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on 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 a majority vote of the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager 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 initial managers of the company are:

Mervin D. Henning
617 E. Colonial Drive
Orlando, FL 32803


Deanna H. Christian
43 The Downs
Tuscaloosa, AL 35401

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these Articles of Organization at Orlando, FL on Sept 22 2005.

Mervin D. Henning
MERVIN D. HENNING

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 22nd day of September 2005 by MERVIN D. HENNING who is ☒ personally known to me OR produced as identification.

Deborah B. Krumrey
Notary Public
(Seal)  Deborah B Krumrey
My Commission DD346813
Expires September 15, 2008

Deanna H. Christian
DEANNA H. CHRISTIAN

STATE OF ALABAMA
COUNTY OF Tuscaloosa

I HEREBY CERTIFY before me, an officer duly authorized to administer oaths and take

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02 OCT 17 AM 11:09
CLERK OF DISTRICT COURT
TUSCALOOSA COUNTY, ALABAMA

WITNESS my hand and seal this 26 day of Sept, 2005.

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ST. JOHNS COUNTY
TALLAHASSEE, FLORIDA

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

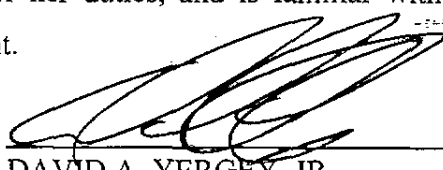
Under the provisions of F.S. 608.415 or 608.507, NS, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is K.F. Vail Family Properties, LLC.

2. The name and address of the registered agent in Florida are:

DAVID A. YERGEY, JR.
211 N. MAGNOLIA AVENUE
ORLANDO, FL 32801

The undersigned, being the person named in the articles of organization of K.F. VAIL FAMILY PROPERTIES, LLC as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



DAVID A. YERGEY, JR.
Registered Agent

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TALLAHASSEE, FLORIDA