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2006 FEB 10 PM 4:09

Div. of Corporations
TALLAHASSEE, FLORIDA

06 FEB 10 PM 12:12

DIVISION OF CORPORATIONS

J. BRYAN FEB 10 2006



215 SOUTH MONROE STREET
SUITE 400
TALLAHASSEE, FLORIDA 32301
P.O. DRAWER 11300 (32302)
TELEPHONE: 850.681.6810
FACSIMILE: 850.681.9792
www.broadandcassel.com

A. KENNETH LEVINE, P.A.
DIRECT LINE: (850) 205-3332
DIRECT FACSIMILE: (850) 201-2280
EMAIL: klevine@broadandcassel.com

February 7, 2006

By Courier

Registration Section
Florida Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

RE: **POWELL ROAD PROPERTIES, LLC**
Articles of Organization: Original Filing

Dear Sir/Madame:

On behalf of Powell Road Properties, LLC, we are pleased to enclose two original sets of Articles of Organization (including executed Agent acknowledgments), transmittal form, and a check in the amount of \$160.00 to cover the filing fee, issuance of a certificate of status, and issuance of a certified copy.

Please contact us at the phone number indicated above when the requested materials have been completed so that we may dispatch a courier to retrieve same at the front desk. If we can provide your office with any additional information in the meantime, please do not hesitate to contact us.

Sincerely,

BROAD AND CASSEL


A. Kenneth Levine, P.A.

Enclosures - As Stated

cc: Client (w/enclosures)

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2006 FEB 10 PM 4:09
TALLAHASSEE, FLORIDA

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Powell Road Properties, LLC
(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:

A. Kenneth Levine

(Name of Person)

Broad and Cassel

(Firm/Company)

215 South Monroe Street, Suite 400

(Address)

Tallahassee, Florida 32301

(City/State and Zip Code)

For further information concerning this matter, please call:

Ken Levine

(Name of Person)

at (850) 681-6810

(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 &
Certificate of Status | <input type="checkbox"/> \$155.00 Filing Fee &
Certified Copy
(additional copy is enclosed) | <input checked="" type="checkbox"/> \$160.00 Filing Fee,
Certificate of Status &
Certified Copy
(additional copy is enclosed) |
|--|---|---|--|

Mailing Address

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street/Courier Address

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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2009 FEB 10 PM 4:09
TALLAHASSEE, FLORIDA

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2006 FEB 10 PM 4:09
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
POWELL ROAD PROPERTIES, LLC**

The undersigned, pursuant to the provisions of Chapter 608, Florida Statutes (the "Florida Limited Liability Company Act"), files these Articles of Organization for the purpose of forming a Limited Liability Company under the laws of the State of Florida.

ARTICLE I

NAME OF COMPANY

The name of the Limited Liability Company is POWELL ROAD PROPERTIES, LLC (hereinafter referred to as the "Company").

ARTICLE II

PERIOD OF DURATION

The duration of the Company shall be perpetual, subject to any maximum term set forth in the Florida Limited Liability Company Act. The Company may be dissolved sooner, in accordance with the Florida Limited Liability Act and the Company's Operating Agreement.

ARTICLE III

NATURE OF BUSINESS

The Company is authorized to conduct any lawful business, to promote any lawful purpose, and to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act.

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2006 FEB 10 PM 4:09
DIVISION OF CORPORATE & BUSINESS SERVICES
TALLAHASSEE, FLORIDA

ARTICLE IV

ADDRESS OF PRINCIPAL OFFICE

The initial mailing and street address of the principal office of the Company shall be 3161 Eliza Road, Tallahassee, Florida 32308. The Company is authorized to change the location of its principal office without amendment of these Articles of Organization.

ARTICLE V

REGISTERED AGENT

The name and street address of the Company's initial registered agent for service of process in the state is: Bradley C. Touchstone, 3161-1 Eliza Road, Tallahassee, Florida 32308.

ARTICLE VI

INITIAL CAPITAL CONTRIBUTION

The total amount of cash and a description of the agreed value of property other than cash contributed for the initial capitalization of the Company, if any, is One Hundred and No/100 Dollars (\$100.00).

ARTICLE VII

ADDITIONAL CONTRIBUTIONS

Additional contributions, if any, may be made as permitted in, and in the manner prescribed by, the Company's Operating Agreement. No total additional contributions have been agreed to as of the date of filing of these Articles of Organization.

ARTICLE VIII

MEMBERS; ADMISSION OF NEW MEMBERS

The Company shall have at least one (1) Member. New Members may be admitted in the manner set forth in the Operating Agreement.

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CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

ARTICLE IX

CONTINUITY OF BUSINESS

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without prior written consent of all remaining Members of the Company, if any.

ARTICLE X

MANAGEMENT

The Company shall be managed by not less than one (1) Manager, who is also a Member, and is therefore a Member-managed Company. In the event of the death of a Manager, the remaining Manager(s), if any, shall serve until the next meeting of the Members and until a successor for the deceased Manager is elected and qualified. The names and initial addresses of the persons who are to serve as the initial Managers of the Company until the first annual meeting of Members or until their successor(s) are duly elected and qualified are as follows:

Bradley C. Touchstone

Joel L. Dodson

3161-1 Eliza Road

3161-1 Eliza Road

Tallahassee, Florida 32308

Tallahassee, Florida 32308

ARTICLE XI

INDEMNIFICATION

Unless expressly agreed otherwise in writing by all of the Members, the Company shall indemnify any Manager or former Manager to the fullest extent permitted under the Florida Limited Liability Company Act.

ARTICLE XII

EFFECTIVE DATE

The Articles shall be effective when filed with the Florida Department of State.

EXECUTED at Tallahassee, Florida, on the 8 day of February, 2006.

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2006 FEB 10 PM 4:09
DIVISION OF
TALLAHASSEE, FLORIDA

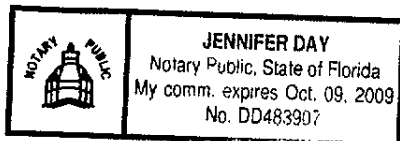
Bradley C. Touchstone
Bradley C. Touchstone, Member-Manager

STATE OF FLORIDA

COUNTY OF LEON

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared BRADLEY C. TOUCHSTONE, as a Member and Manager of POWELL ROAD PROPERTIES, LLC, and on behalf of the Company, being first duly sworn and upon oath, stated that he signed the above Articles of Organization for the conditions and purposes therein expressed this 8th day of February, 2006.

Jennifer Day
NOTARY PUBLIC - STATE OF FLORIDA



Jennifer Day
PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me _____ or

Produced the following identification: FLA T2350a3690570

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

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2006 FEB 10 PM 4:09
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 608.408(1)(a), FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Powell Road Properties, LLC

2. The name and address of the registered agent and office is:

Bradley C. Touchstone
(NAME)

3161-1 Eliza Road
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Tallahassee, Florida 32308
(CITY/STATE/ZIP)

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.

Bradley C. Touchstone
(SIGNATURE)

2.8.06
(DATE)