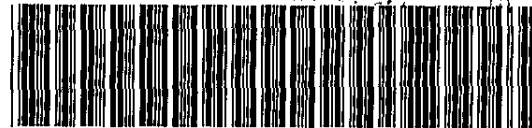


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Division of Corporations

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P 3:36

TALLAHASSEE, FLORIDA

RE-SUBMIT  
PLEASE CLARIFY  
DATE FROM THE ORIGINAL

April 26, 2006

CAPITAL CONNECTION

TALLAHASSEE, FL

SUBJECT: 400 N. HOGAN STREET, LLC  
Ref. Number: W06000019588

We have received your document for 400 N. HOGAN STREET, LLC and your check(s) totaling \$130.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article VI refers to a "commencement date of April 28, 2006". Do you actually want an effective date of April 28 on this filing? Please clarify.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6914.

Buck Kohr  
Document Specialist

Letter Number: 306A00028720

RE-SUBMIT  
PLEASE CLARIFY  
DATE FROM THE ORIGINAL

## CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

400 N. Hogan Street, LLC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- ☐ Art of Inc. File
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☒ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
- ☐ Art. of Amend. File
- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☒ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Courier

**ARTICLES OF ORGANIZATION  
OF  
400 N. HOGAN STREET, LLC**

**FILED**  
2006 APR 26 P 3:36  
SECTION 601.01, STATE  
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

**ARTICLE I**

**NAME AND PRINCIPLE PLACE OF BUSINESS**

The name of the limited liability company shall be 400 N. Hogan Street , LLC and its principal office shall be located at 2275 Atlantic Boulevard, Suite 100, City of Neptune Beach, County of Duval, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**

**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.

2. In general, to carry on any and all incidental business; to have and exercise all powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with our incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others, incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### ARTICLE IV

##### MEMBERSHIP INSTRUCTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### ARTICLE V

##### CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$152,500.00 cash shall be paid to the limited liability company by the two members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### ARTICLE VI

##### PROFITS AND LOSSES

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive

share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being April 26, 2006.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

#### ARTICLE VII

##### DURATION

This limited liability company shall exist until dissolved in a manner provided by law, or as may be provided in regulations adopted by the members, if any.

#### ARTICLE VIII

##### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2275 Atlantic Boulevard, Suite 200, City of Neptune Beach, County of Duval, State of Florida, and the name of the company's initial registered agent is Mary C. Sorrell.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of 400 N. Hogan Street, LLC.



Executed by the undersigned at the City of Neptune Beach, County of Duval, State of  
Florida, on April 26, 2006.

FILED  
2006 APR 26 P 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WITNESSES:

Mary C. Lovell

Sue M. Smith

Mary C. Lovell

Sue M. Smith

Chris Hionides  
Chris Hionides

Eric Campbell  
Eric Campbell

**STATEMENT DESIGNATING REGISTERED AGENT**

**AND OFFICE**

**400 N. HOGAN STREET, LLC**

**FILED**

2006 APR 26 P 3:36  
CLERK OF THE STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF DUVAL

Pursuant to the provisions of Sections 608.415 and 608.407(1)(c) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is 400 N. Hogan Street, LLC.

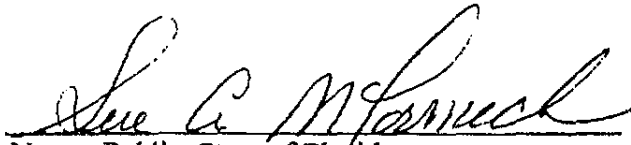
The name of the registered agent for 400 N. Hogan Street, LLC is Mary C. Sorrell, and the street address of the company's principal office where the agent is located is 2275 Atlantic Boulevard, Suite 200, Neptune Beach, Florida 32266.

This statement is to acknowledge that, as indicated above, 400 N. Hogan Street, LLC has appointed me, Mary C. Sorrell, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

DATED this 28th day of April, 2006.

  
Mary C. Sorrell

The foregoing instrument was acknowledged before me this 26 day of April, 2006, by Mary C. Sorrell on behalf of 400 N. Hogan Street, LLC, a limited liability company. She is personally known to me.

  
Notary Public, State of Florida

My Commission Expires:

