

MAY-10-2006 WED 03:03 PM Smith Hood Perkins  
Division of Corporations

FAX NO. 3862571834

P. 01/04

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Florida Department of State  
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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**Carolina Development, LLC**

Certificate of Status	0
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*Wade H. Smith*  
*AK*

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**ARTICLES OF ORGANIZATION**

**of**

**CAROLINA DEVELOPMENT, LLC**

A Florida Limited Liability Company

The undersigned member, on behalf of the members of the within named limited liability company, hereby forms this limited liability company (hereinafter referred to as "this company") under the provisions of the Florida Limited Liability Company Act.

**ARTICLE 1**

**NAME**

The name of this company is CAROLINA DEVELOPMENT, LLC

**ARTICLE 2**

**TERM OF EXISTENCE**

The term of existence of this company is perpetual. The date and time at which the existence of this company begins is the date and time of filing of these articles of organization by the Department of State of the State of Florida.

**ARTICLE 3**

**PURPOSE**

The purpose for which this company is organized is to engage in any or all lawful acts or activities in which limited liability companies may engage under the Florida Limited Liability Company Act or under the laws of any other jurisdictions in which this company may conduct business. This company shall be authorized to conduct and transact any business and engage in any activity that is either lawfully authorized or not prohibited by law and, by way of illustration and not limitation, to invest the funds of this limited liability company in real estate, mortgages, stocks, bonds or any other type of investments, and to own real and personal property necessary or appropriate for the conduct or transaction of any such business or activity; to do anything necessary and proper for the accomplishment or furtherance of any of the purposes of this company enumerated in these articles of organization or any amendment thereof, and to do any act necessary or incidental to the protection and benefit of this company; and in general, either alone or in association with other limited liability companies, corporations, partnerships, individuals, or other entities, to carry on any lawful pursuit necessary or incidental to the accomplishment or furtherance of the purposes of this company.

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#### ARTICLE 4

##### PRINCIPAL OFFICE

The mailing address and street address of the principal office of this company are:

Mailing address: 1450 N. Hwy US 1  
Ormond Beach, FL 32174

Street address: 1450 N. Hwy US 1  
Ormond Beach, FL 32174

#### ARTICLE 5

##### REGISTERED AGENT: REGISTERED OFFICE

The name and street address of the initial registered agent of this company in the State of Florida are as follows:

Name: Jeffrey P. Brock  
Street Address: 444 Seabreeze Blvd., Suite 900  
Daytona Beach, Florida 32118

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#### ARTICLE 6

##### ADMISSION OF ADDITIONAL MEMBERS

The members of this company are given the right to admit additional members upon the condition that each new member is approved for admission by vote or consent in writing of not fewer than one hundred percent (100%) of the members then existing.

#### ARTICLE 7

##### CONTINUATION OF BUSINESS

The remaining members of this company are given the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other

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event which terminates the continued membership of a member.

**ARTICLE 8**

**MANAGEMENT**

This company is to be managed by one or more managers and is, therefore, a manager-managed company.

Any manager of this company may also be a member of this company.

**EXECUTION**

The undersigned member of this limited liability company executes these articles of organization this 9 day of May, 2006.

  
\_\_\_\_\_  
Scott Vanacore

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**STATEMENT OF ACCEPTANCE OF  
APPOINTMENT AS REGISTERED AGENT**

Having been appointed as registered agent for the above named limited liability company at the street address stated in the foregoing articles of organization, I hereby accept such appointment 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 as provided for in Chapter 608, Fla. Stat.

Dated: May 9<sup>th</sup> 2006.

  
\_\_\_\_\_  
Jeffrey P. Brock

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MOORE MORTGAGE GROUP

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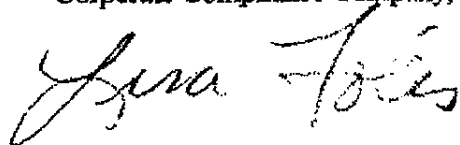
To: Division of Corporations  
Public Access Accounts

From: Lisa Folis  
Corporate Compliance Company, LLC

Please change the fax number for my company's account, number I20050000038, to 941-827-2946.

Thank you, and please contact me at 941-376-2336 should you have any questions or comments concerning this change.

Lisa Folis  
President  
Corporate Compliance Company, LLC



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