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To:

Division of Corporations
Fax Number : (850) 205-0383

From:

Account Name : PAPPAS METCALF JENKS & MILLER, P.A.
Account Number : 075452001655
Phone : (904) 353-1980
Fax Number : (904) 353-5217

FLORIDA/FOREIGN LIMITED LIABILITY CO.

Merritt and Metcalf Properties, LLC

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**ARTICLES OF ORGANIZATION
OF
MERRITT AND METCALF PROPERTIES, LLC**

The undersigned organizer, who is a Member of MERRITT AND METCALF PROPERTIES, LLC (the "Company"), under the Florida Limited Liability Company Act, adopts the following Articles of Organization.

ARTICLE I - NAME

The name of the Company is MERRITT AND METCALF PROPERTIES, LLC.


ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the Company is 1186 Ponte Vedra Boulevard, Ponte Vedra Beach, Florida 32082.

ARTICLE III - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is John G. Metcalf, 245 Riverside Avenue, Suite 400, Jacksonville, Florida 32202.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Articles of Organization as of the 31st day of May, 2006.


John G. Metcalf, Member

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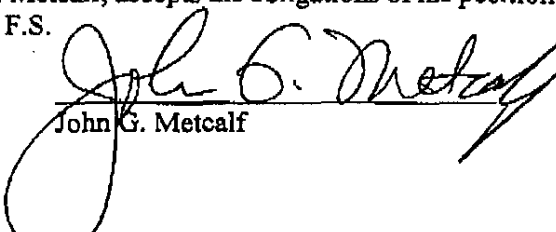
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**ACCEPTANCE OF DESIGNATION
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for Merritt and Metcalf Properties, LLC, at the place designated in the Articles of Organization, John G. Metcalf, hereby accepts the appointment as registered agent and agrees to act in this capacity. John G. Metcalf, further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties; and John G. Metcalf, accepts the obligations of his position as registered agent as provided for in Chapter 608, F.S.


John G. Metcalf