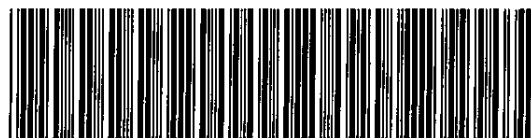


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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



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**Gary B. Davenport, P.A.**

*Attorney*

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 7, 2006

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Articles of Organization for Ocala Ventures One, LLC

Ladies/Gentlemen:

Enclosed you will find an original and one copy of the Articles of Organization concerning Ocala Ventures One, LLC, together with a check in the amount of \$155.00 representing the filing fee, Registered Agent fee and certified copy fee. If all is in order, please file the Articles and return a certified copy to my office.

If you have any questions, please call me. Thank you for your cooperation.

Sincerely,

  
Gary B. Davenport

GBD:sj

Enclosure

ARTICLES OF ORGANIZATION  
FOR  
OCALA VENTURES ONE, LLC  
a Florida Limited Liability Company

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, an authorized representative of a Member, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I - NAME**

The name of this company shall be OCALA VENTURES ONE, LLC.

**ARTICLE II - DURATION\CONTINUATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of its original Articles of Organization by the Department of State of the State of Florida.

**ARTICLE III - ADDRESS OF PRINCIPAL OFFICE**

The street and mailing address is 154 Lawn Avenue, St. Augustine, FL 32084.

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this company is as follows: Gary B. Davenport, 5203 John Anderson Highway, Flagler Beach, FL 32137.

**ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of all of the Members of the Company in the manner set forth in the regulations of this Company.

**ARTICLE VI - MEMBERS**

The initial members of the limited liability company are as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Jesse Killebrew	154 Lawn Avenue, St. Augustine, FL 32092
Nathan Fink	465 Castano Street St. Augustine, FL 32086

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TALLAHASSEE, FLORIDA

**ARTICLE VII - MEMBERS**

The business of the Company shall be managed by a manager or managers and is, therefore, a manager-managed Company. The manager is as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Jesse Killebrew	154 Lawn Avenue, St. Augustine, FL 32092

**ARTICLE VIII - AMENDMENT**

Any amendments to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

**ARTICLE IX - INDEMNIFICATION**

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnitee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnitee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred by this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member of officer existing at the time of such repeal or amendment.

**ARTICLE X - REGULATIONS OF COMPANY**

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

**ARTICLE XI - INFORMAL ACTION OF MEMBERS**

Any action of the Members may be taken without a meeting if consent in writing setting forth

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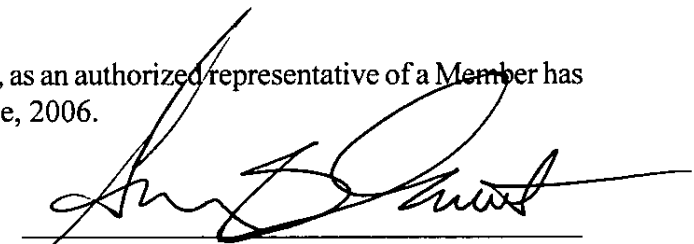
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

**ARTICLE XII - TRANSFER OF MEMBER'S INTEREST**

An interest of a Member in the Company may not be transferred or assigned unless all the remaining Members of the Company approve of such transfer or assignment by unanimous written consent.

IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member has hereunto set his hand and seal this 17<sup>th</sup> day of June, 2006.

  
GARY B. DAVENPORT  
Authorized Representative of a Member

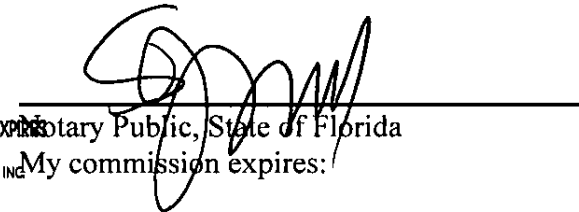
STATE OF FLORIDA  
COUNTY OF FLAGLER

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared GARY B. DAVENPORT, who is personally known to me, and who is described as an Authorized Representative of a Member in and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to those Articles of Organization.

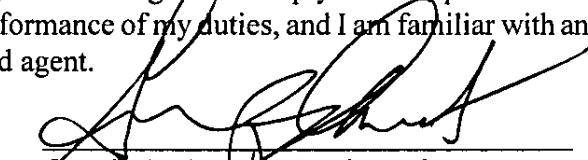
WITNESS my hand and official seal in the County and State named above this 17<sup>th</sup> day of June, 2006.



Susan B. Junod  
MY COMMISSION # DD178895 EXPIRES  
March 18, 2007  
BONDED THRU TROY FAIN INSURANCE, INC.  
Notary Public, State of Florida  
My commission expires:



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.

  
Gary B. Davenport, Registered Agent  
Date: 6/17/06