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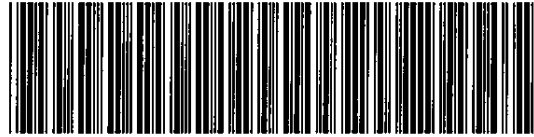
(Business Entity Name)

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TALLAHASSEE, FLORIDA

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OK

John C. Gesch, P. A.
Attorney at Law

JOHN C. GESCH

2385 SOUTH CONGRESS AVENUE
WEST PALM BEACH, FLORIDA 33406-7651
TEL. (561) 964-7400
FAX (561) 964-7504

October 23, 2006

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Attn: New Filings Section

Re: **APPLEGATE PROPERTIES, LLC**

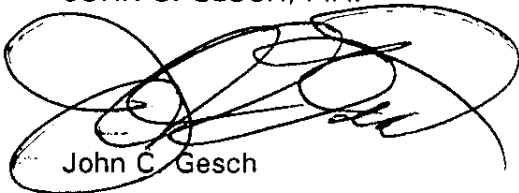
Dear Sir/Madam:

Enclosed herein for filing please find the original and one copy of Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the above referenced company. I am also enclosing check #2349 in the amount of \$155.00 in payment of filing fees, etc., and one certified copy of Articles.

Thank you for your assistance and cooperation in this regard.

Sincerely,

JOHN C. GESCH, P.A.



John C. Gesch

JCG:lag

Enclosures

cc: Applegate Properties, LLC Attn: William Applegate

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ARTICLES OF ORGANIZATION
OF
APPLEGATE PROPERTIES, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I - NAME

The name of the limited liability company shall be APPLEGATE PROPERTIES, LLC.

ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the company are 2100 2ND Avenue North, Bay 1, Lake Worth, Florida 33461.

ARTICLE III - DURATION

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these Articles of Organization or in the regulations.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

William Applegate

308 Akron Road
Lake Worth, Florida 33467

ARTICLE V - CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property as follows:

William Applegate and Carole
M. Applegate, his wife, as
joint tenants with right of
survivorship \$ 500.00

William G. Applegate and Sarah
C. Applegate, his wife, as
joint tenants with right of
survivorship \$ 500.00

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ARTICLE VI - ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

ARTICLE VII - ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member

unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

ARTICLE VIII - MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by majority vote of all the remaining members.

ARTICLE IX - MANAGEMENT

The company shall be managed by a manager or managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the company are:

William Applegate	308 Akron Road
	Lake Worth, Florida 33467

ARTICLE X - OWNERSHIP UNITS

William Applegate and Carole M. Applegate, his wife, as joint tenants with right of survivorship	500
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William G. Applegate and Sarah C. Applegate, his wife, as joint tenants with right of survivorship	500
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IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at West Palm Beach, Palm Beach County, Florida, on October, 2006.


WILLIAM APPEGATE


WILLIAM G. APPEGATE


CAROLE M. APPEGATE


SARAH C. APPEGATE

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TALLAHASSEE, FLORIDA

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STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 17 day of October, 2006, by **WILLIAM APPEGATE** and **CAROLE M. APPEGATE**, who () are personally known to me or () produced their valid Florida driver's licenses as identification.


Notary Public, State of Florida

(seal)



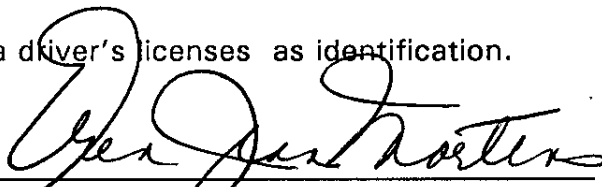
Laurie Figueroa
Commission # DD394458
Expires February 16, 2009
Bonded Troy Fain - Insurance, Inc. 800-385-7019

STATE OF FLORIDA

COUNTY OF PALM BEACH

Sworn to and subscribed before me this 20th day of October, 2006, by
WILLIAM G. APPEGATE and **SARAH C. APPEGATE**, who () are personally known
to me or (✓) produced their valid Florida driver's licenses as identification.




Notary Public, State of Florida

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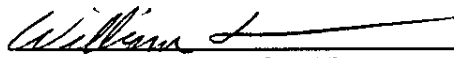
CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F.S. 608.414 or 608.507, APPLGATE PROPERTIES, LLC, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is APPLGATE PROPERTIES, LLC.
2. The name and street address of the registered agent in Florida are:

William Applegate
308 Akron Road
Lake Worth, Florida 33467

The undersigned, being the person named in the articles of organization of APPLGATE PROPERTIES, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.



WILLIAM APPLGATE
Registered Agent

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