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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Beaches Office Center, LLC

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11/2/2006

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ARTICLES OF ORGANIZATION OF BEACHES OFFICE CENTER, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization.

ARTICLE I NAME AND ADDRESS

The name of the limited liability company shall be BEACHES OFFICE CENTER, LLC ("Company"). The principal place of business of the Company in Florida shall be 1153 Beach Boulevard, Jacksonville Beach, Florida 32250. The mailing address of the Company shall be 1153 Beach Boulevard, Jacksonville Beach, Florida 32250.

ARTICLE II DURATION

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless the Company is earlier dissolved as provided in these Articles of Organization.

ARTICLE III PURPOSES AND POWERS

The general purpose for which the Company is organized is to acquire, own, develop and manage commercial real estate and to transact any lawful business for which a limited liability company may be organized under the laws of the State of Florida. The Company shall have all the powers granted to a limited liability company under the laws of the State of Florida.

ARTICLE IV REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the Company in the State of Florida is Law Offices of C. Guy Bond, P.A., 11512 Lake Mead Avenue, Suite #303, Jacksonville, Florida 32256.

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ARTICLE V MANAGEMENT (MANAGEMENT BY ITS MEMBERS)

The Company shall be managed by one or more Managing Members, 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 Managing Member of the Company is:

NAME

ADDRESS

Herbert Lee Underwood Jr.

1153 Beach Boulevard Jacksonville Beach, Florida 32250

IN WITNESS WHEREOF, the undersigned organizer and member has made and subscribed these Articles of Organization in Florida, for the foregoing uses and purposes this 22thday of November, 2006.

Herbert Lee Underwood, Jr.

STATE OF FLORIDA COUNTY OF Dovol

The foregoing instrument was acknowledged before me this 2 day of November, 2006, by Herbert Lee Underwood, Jr. He is <u>personally known</u> to me or has produced as identification.

MARY G MORCOM
MY COMMISSION & DD567F15
EXPIRES: luse 25, 2010
(607) MARCOSS

Fixik Notiny Service com

Notary Public

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of BEACHES OFFICE CENTER, LLC, as the registered agent of this limited liability company, hereby consents to its appointment as registered agent of the Company.

LAW OFFICES OF C. GUY BOND, P.A.

Mary G. Morcon

Its: Vice President