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December 8, 2006

Elisa A. Cawood\*\*\*
Siobhan Mary Wingfield\*\*\*\*

\*\*\*Also admitted in Kentucky and Missouri

\*\*\*\*LLM. in Taxation

\*\*Also admitted in Ohio and Kentucky

Florida Board Certified in

Wills, Estates and Trusts

Steven H. Kane\*

JEFFREY M. KOLTUN\*

\*L.L.M. in Taxation

Secretary of State Registration Section Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Re:

F & C Enterprises, LLC

Shadow Hill, LLC Baywood, LLC Crown Oak, LLC

Effective Date: Date of Filing

#### Dear Sir or Madam:

In connection with the formation of the above limited liability companies, we have enclosed the following:

- 1. Two signed originals of the Articles of Organization for each of F & C Enterprises, LLC, Shadow Hill, LLC, Baywood, LLC and Crown Oak, LLC, including the signed acceptance of the registered agent.
- 2. A check in the amount of \$500.00, payable to the Department of State, to cover the \$100.00 filing fee for each limited liability company and the \$25.00 fee for designation of registered agent for each limited liability company.

The duplicate copies of the Articles of Organization have been subscribed to and acknowledged by an authorized representative in the same manner as the originals. Please endorse your approval of the Articles of Organization on the duplicate copies and return them to me at your earliest convenience. Also, please file the Articles of Organization of F & C Enterprises, LLC first, before filing the Articles of Organization for Shadow Hill, LLC, Baywood, LLC and Crown Oak, LLC.

Please contact me if you have any questions or need additional information.

Metites M. Koltura

cc: Mr. and Mrs. Frederick W. Alford

# ARTICLES OF ORGANIZATION OF F & C ENTERPRISES, LLC

The undersigned authorized representative, acting pursuant to Chapter 608, *Florida Statutes*, hereby forms a limited liability company in accordance with the laws of the State of Florida and adopts the following Articles of Organization for such limited liability company:

#### ARTICLE I - NAME OF LIMITED LIABILITY COMPANY

The name of this limited liability company is F & C ENTERPRISES, LLC.

#### ARTICLE II - PERIOD OF DURATION

This limited liability company shall exist perpetually, commencing at the date and time of filing of these Articles of Organization, as evidenced by the Florida Department of State's date and time endorsement.

## ARTICLE III - MAILING ADDRESS AND STREET ADDRESS OF PRINCIPAL OFFICE OF LIMITED LIABILITY COMPANY

The mailing address of this limited liability company is 108 Green Leaf Lane, Altamonte Springs, Florida 32714, and the street address of the principal office of the limited liability company is 108 Green Leaf Lane, Altamonte Springs, Florida 32714.

### ARTICLE IV - NAME AND STREET ADDRESS OF INITIAL REGISTERED AGENT

The name of the initial registered agent of this limited liability company is Jeffrey M. Koltun. The street address of the initial registered agent is 557 North Wymore Road, Suite 100, Maitland, Florida 32751.

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 as provided for in Chapter 608, *Florida Statutes*.

**ARTICLE V - MANAGEMENT** 

The limited liability company is a member-managed company. The names and addresses of the sole member of the limited liability company are as follows:

Name Address	
Frederick W. Alford 108 Green Leaf Lane	
Altamonte Springs, Florida 32414 8	
Clelia Alford 108 Green Leaf Lane	T
Altamonte Springs, Florida 32714 =	F
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ARTICLE VI - PURPOSE	

This limited liability company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be organized under Chapter 608 of the Florida Limited Liability Company Act.

IN WITNESS WHEREOF, the undersigned authorized representative has executed these Articles of Organization this day of December, 2006.