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LS

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**HISTORIC YBOR PROPERTIES, LLC**

Certificate of Status	0
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**ARTICLES OF ORGANIZATION  
OF  
HISTORIC YBOR PROPERTIES, LLC**

These Articles of Organization are made for the purpose of forming a limited liability company under the Florida Limited Liability Company Act (Ch. 608, Florida Statutes).

**ARTICLE I**

**NAME**

The name of this limited liability company is HISTORIC YBOR PROPERTIES, LLC (the "Company").

**ARTICLE II**

**DURATION**

The Company shall exist from the date of filing these Articles of Organization with the Department of State until the earlier of 60 years from the date of filing or the occurrence of any of any of the events specified in Section 608.441, Florida Statutes (2006), unless continued by the unanimous consent of all of the remaining members.

**ARTICLE III**

**MAILING ADDRESS AND STREET ADDRESS**

The mailing address and the street address of the principal office of the Company is 4224 N. Tampania Avenue, Tampa, Florida 33607.

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#### **ARTICLE IV**

##### **REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Company is LARRY M. SEGALL, and the street address of the initial registered office of the Company is 3321 Henderson Boulevard, Tampa, Florida 33609.

#### **ARTICLE V**

##### **ADDITIONAL MEMBERS**

Additional members may be admitted and membership interests may be transferred, but only if all the current members agree to the admission of the additional members and to the terms of admission and transfer, in accordance with the provisions of the Operating Agreement.

#### **ARTICLE VI**

##### **TERMINATION OF MEMBERSHIP**

Upon the death, legal disability, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.

#### **ARTICLE VII**

##### **MANAGEMENT OF THE COMPANY**

The Company shall be managed by the members in accordance with the Company's Operating Agreement, and is therefore a member-managed

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company. The Company shall initially be managed by the following member until the first meeting of the members or until his successor is elected and qualified:

R. David Shepard  
4224 N. Tampania Avenue  
Tampa, Florida 33607

#### **ARTICLE VIII**

#### **REGULATIONS**

The members shall have the power to adopt, alter, amend or repeal an Operating Agreement for the Company containing provisions for the regulation and management of the affairs of the Company.

#### **ARTICLE IX**

#### **DATE OF EXISTENCE OF THE COMPANY**

The existence of the Company shall commence on the date of filing of the subscription and acknowledgment of the Articles of Organization.

#### **ARTICLE X**

#### **POWERS**

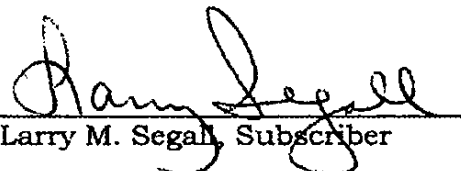
The Company shall have all powers as are provided in Section 608.404, Florida Statutes (2006), and such other powers as are set forth in the Operating Agreement of the Company.

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The undersigned subscriber has executed these Articles of Organization effective as of the 19th day of June, 2007.

By:   
Larry M. Segall, Subscriber

**DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS**

**ACCEPTANCE OF REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to Sections 48.091 and 608.415, Florida Statutes, this Acceptance of Registered Agent is submitted:


1. HISTORIC YBOR PROPERTIES, LLC is a limited liability company desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at the City of Tampa, County of Hillsborough, State of Florida;

2. HISTORIC YBOR PROPERTIES, LLC has named LARRY M. SEGALL, an individual resident of this state, as its registered agent to accept service of process within the State of Florida;

3. HISTORIC YBOR PROPERTIES, LLC has designated as its registered office, the street address of said registered agent's place of business, which is 3321 Henderson Boulevard, City of Tampa, County of Hillsborough, State of Florida 33609.

**ACKNOWLEDGMENT:**

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.

By:   
LARRY M. SEGALL,  
Registered Agent  
Date: June 19, 2007

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