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AL

FLORIDA/FOREIGN LIMITED LIABILITY CO.

*M & K Development Properties, LLC*

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FLORIDA DEPT OF STATE



August 1, 2007

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

H. HART FLEET

SUBJECT: K & D DEVELOPMENT, LLC  
REF: W07000036476

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Section 608.406, Florida Statutes, was amended effective July 1, 2007, to require the name of a limited liability company to be distinguishable from the names of all other filings filed with the Division of Corporations, except for fictitious name registrations and general partnership registrations.

Please select a new name and make the correction in all the appropriate places. One or more words may be added to make the name distinguishable from the one presently on file. Adding of Florida, Florida to the end of the name is not acceptable. A search for name availability can be made on the Internet through the Division's records at [www.sunbiz.org](http://www.sunbiz.org).

Please note the name of a limited liability company must end with the words Limited Liability Company, the abbreviation L.L.C., or the designation LLC. The word Limited may be abbreviated as Ltd. and the word Company may be abbreviated as Co. The following suffixes are no longer acceptable: Limited Company, L.C., and LC.

You must submit the fax audit page with the documents.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6094.

Agnes Lunt

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STATE OF FLORIDA

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**ARTICLES OF ORGANIZATION  
OF  
M & K DEVELOPMENT PROPERTIES, LLC**

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, for the purpose of forming a limited liability company under the laws of the State of Florida, sets forth the following:

**ARTICLE I - NAME**

The name of this limited liability company is **M & K DEVELOPMENT PROPERTIES, LLC** (the "Company").

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**ARTICLE II - PERIOD OF DURATION**

The period of duration of the Company shall be from the date of filing these Articles with the Department of State until the first to occur of the following:

- (i) Thirty (30) years from the date of filing of these Articles of Organization with the Department of State, or
- (ii) Dissolution of the Company pursuant to provisions of the Florida Limited Liability Company Act.

**ARTICLE III - MAILING AND STREET ADDRESS  
OF INITIAL PRINCIPAL OFFICE OF COMPANY**

The mailing and street address for the principal office of the Company is 456 Captains Circle, Destin, FL 32541.

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**ARTICLE IV - INITIAL REGISTERED AGENT**

The name and street address of the initial registered agent in Florida for the Company is Jason T. Negron, Esq., whose address is 35008 Emerald Coast Parkway, Suite 203, Destin, FL 32541.

**ARTICLE V - ADDITIONAL MEMBERS**

An interest of a Member of the Company may only be transferred or assigned to such extent as is provided in the Operating Agreement.

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**ARTICLE VI - CONTINUITY OF BUSINESS**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall not be continued and the Company shall be dissolved unless there is obtained within thirty (30) days thereafter the consent of all the remaining Members of the Company to a continuation thereof.

**ARTICLE VII - MANAGEMENT**

The Company is to be managed by its members, and is therefore a member-managed limited liability company.

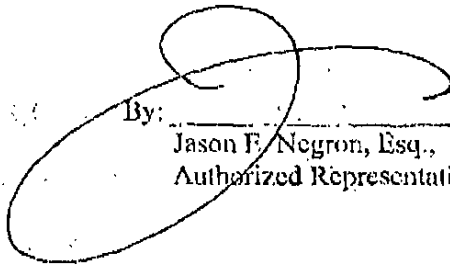
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**ARTICLE VIII - AUTHORIZED REPRESENTATIVE**

The name and address of the authorized representative for purposes of executing these Articles of Organization is Jason F. Negron, Esq., whose address is 35008 Emerald Coast Parkway, Suite 203, Destin, FL, 32541.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles on August 1, 2007, as the authorized representative for the Member(s) of the Company.

By:  \_\_\_\_\_  
 Jason F. Negron, Esq.,  
 Authorized Representative

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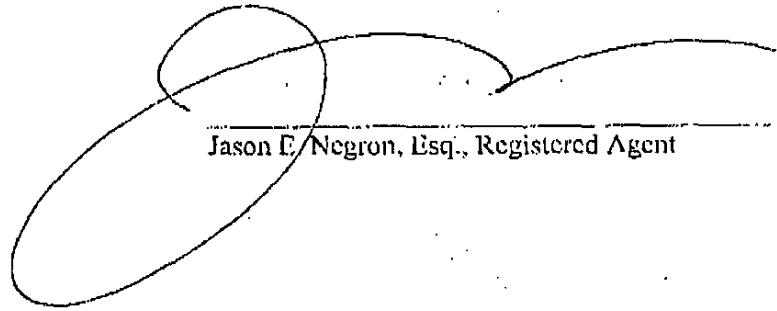
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**ACCEPTANCE BY THE REGISTERED AGENT**

I, Jason E. Negrón, Esq., hereby accept appointment as Registered Agent for the Limited Liability Company, M & K DEVELOPMENT PROPERTIES, LLC, and do hereby understand and accept the obligation of the position, and acknowledge my acceptance with my signature below.

Date: August 1, 2007.



Handwritten signature of Jason E. Negrón, Esq. in black ink, consisting of a large, stylized loop followed by a horizontal line and a long tail stroke.

Jason E. Negrón, Esq., Registered Agent

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