

Division of Corporations

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FLORIDA/FOREIGN LIMITED LIABILITY CO.**U.S.A. Development Group, LLC**

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**ARTICLES OF ORGANIZATION
OF
U.S.A. DEVELOPMENT GROUP, LLC**

The undersigned, for the purpose of forming a limited liability company for profit under the laws of Florida, adopts the following Articles of Organization:

Article I

Name

Section 1.1. Name. The name of this limited liability company shall be U.S.A. DEVELOPMENT GROUP, LLC.

Article II

Principal Office and Mailing Address

Section 2.1. Principal Office and Mailing Address. The principal office and mailing address of this limited liability company shall be 34 N. Industrial Loop, Unit 202, Orange Park, Florida 32073.

Article III

Initial Registered Agent and Address

Section 3.1. Name and Address. The name and street address of the initial registered agent of this limited liability company are:

Michael Hott
34 N. Industrial Loop, Unit 202
Orange Park, FL 32073

Article IV

Effective Date; Duration

Section 4.1. Effective Date. The existence of this limited liability company shall commence on the date these Articles are filed with the Florida Department of State.

Section 4.2. Duration. This limited liability company shall terminate on the date set forth in its Operating Agreement.

Michael J. Ivan, Jr., Esquire
IVAN & COLE
One Independent Drive, Suite 3131
Jacksonville, Florida 32202
Telephone: (904)358-3006

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Article V
Purposes

Section 5.1. Purposes. This limited liability company is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States of America and of the State of Florida.

Article VI
Admission of Additional Members

Section 6.1. Admission of Additional Members. The members may admit one or more additional members to the limited liability company. Admission of any such additional member shall require the unanimous written consent of all members then having an interest in the limited liability company.

Article VII
Management

Section 7.1. Management. This limited liability company shall be managed by one or more managers and is, therefore, a manager-managed company. The managers shall be elected in the manner set forth in the Operating Agreement. The managers shall hold the offices and have the responsibilities accorded to them by the members as set out in the Operating Agreement. The names and street addresses of the initial managers of this limited liability company are:

Kermit S. McNeal, Jr.
25440 Mardon Circle
Paisley, Florida 32767

Marc A. White
1333 Blackmon Road
Green Cove Springs, Florida 32043

Henry M. Cox
57 Robin Road
Orange Park, Florida 32073

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Article VIII
Operating Agreement

Section 8.1. Operating Agreement. The initial Operating Agreement of this limited liability company shall be adopted by the members. The Operating Agreement shall be adopted, altered, amended or repealed from time to time as provided in the Operating Agreement.

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Article IX
Amendment

Section 9.1. Amendment. The members, by vote of members holding a majority of the interests in the limited liability company, shall have the right to amend or repeal any provision contained in these Articles of Organization.

IN WITNESS WHEREOF, the undersigned member has executed these Articles of Organization the 25 day of October, 2007.

Kermit S. McNeal Jr.
Kermit S. McNeal, Jr.

"Member"

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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: U.S.A. DEVELOPMENT GROUP, LLC.
2. The name and the Florida street address of the registered agent are:

Michael Hott
34 N. Industrial Loop, Unit 202
Orange Park, FL 32073

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.


Michael Hott

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