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**EXAMINER** 

#### GOLDBERG & OLIVE

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CAROLYN D. OLIVE

\*Florida Bar Certified Tax Law

December 28, 2007

Via Hand Delivery

Secretary of State Division of Corporations Clifton Building 2661 Executive Center Circle Tallahassee, Florida 32301

Re: Lower River Road, LLC

Dear Sir or Madam:

Enclosed for filing are an original and one copy each of the Articles of Organization and Certificate of Designation of Registered Agent/Registered Office for the limited liability company named above. Also enclosed is our law firm check for the following fees:

Description		A	Amount	
Filing fee (LLC)		\$	100.00	
Registered Agent fee		\$	25.00	
	TOTAL	\$	125.00	

If "will-wait" service is available today, please return our document copies to my assistant. Otherwise, please return our document copies in the enclosed return envelope.

Thank you for your assistance in this matter. If you have any questions, please do not hesitate to call me.

Sincerely,

Carolyn D. Olive

CDO/ldv Enclosures

#### Articles of Organization

#### LOWER RIVER ROAD, L.L.C.

a Florida Limited Liability Company

The undersigned Member hereby files these Articles of Organization in order to form a limited liability company under the laws of the State of Florida.

## ARTICLE I. Name

The name of this Limited Liability Company shall be LOWER RIVER ROAD, L.L.C.

## ARTICLE II. Address

The principal place of business, and the mailing address, of this Limited Liability Company shall be 6863 Proctor Road, Tallahassee, Florida 32309.

## ARTICLE III. Company Purposes & Powers

This Limited Liability Company is organized for the purpose of engaging in any or all activity or business permitted under the laws of the United States and the State of Florida. This Limited Liability Company shall have and exercise all the powers accorded limited liability companies under the laws of the State of Florida.

## ARTICLE IV. Duration

This Limited Liability Company shall have perpetual existence unless dissolved according to law.

#### ARTICLE V. Members

This Limited Liability Company shall have two classes of Members: Voting Members and Nonvoting Members, as more particularly prescribed by and provided in the operating agreement of this Limited Liability Company. The relative rights, powers, and duties of the two classes of Members shall be the same, except that the class of Nonvoting Members shall have no voting rights. The voting rights of the class of Voting Members shall be as prescribed by and provided in the operating agreement of this Limited Liability Company.

## ARTICLE VI. Management

This Limited Liability Company shall be managed by a manager or managers who shall be elected annually by the Voting Members in the manner prescribed by and provided in the operating agreement of this Limited Liability Company. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the Voting Members and set out in the operating agreement of this Limited Liability Company. The name and address of such manager, who is to serve as the initial manager until his respective successors are elected and qualified or until his earlier resignation, removal from office, inability to act, or death, are as follows:

Lex C. Thompson 6863 Proctor Road Tailahassee, FL 32309

## ARTICLE VII. Address of Registered Office and Registered Agent

The street address of the initial Registered Office of this Limited Liability Company in the State of Florida, and the name of the initial Registered Agent of the Limited Liability Company at such address shall be as follows:

Lex C. Thompson 6863 Proctor Road Tallahassee, FL 32309

The Voting Members may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

[Continued on the next page]

## ARTICLE VIII. Amendment

These Articles of Organization may be amended in any manner now or hereafter provided for by law, and all rights conferred upon Members, voting or nonvoting, hereunder are granted subject to this reservation.

Under penalty of perjury, I declare that I have read the foregoing Articles of Organization of LOWER RIVER ROAD, L.L.C., and the facts stated therein are true to the best of my knowledge and belief.

Signed this 28th day of December, 2007.

Lex C. Thompson, as a Member and as the

Initial Manager

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## Certificate of Designation of Registered Agent/Registered Office

#### LOWER RIVER ROAD, L.L.C.

a Florida Limited Liability Company

PURSUANT TO THE PROVISIONS OF SECTIONS 608.407(1)(d) and 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA:

1. The name of the limited liability company is:

#### LOWER RIVER ROAD, L.L.C.

2. The name and address of the registered agent and the address of the registered office are:

Lex C. Thompson 6863 Proctor Road Tallahassee, FL 3230

Léx C. Thompson, as its Manager

#### ACCEPTANCE BY REGISTERED AGENT

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.

Dated this 28th day of December, 2007.

Lex C. Thompson

Registered Agent

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