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L. SELLERS

MAY - 6 2008

From:
Account Name : EMMANUEL SHEPPARD & CONDON
Account Number : 072720000035
Phone : (850) 433-6581
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EXAMINER

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA/FOREIGN LIMITED LIABILITY CO.

PALAFox PROPERTY INVESTMENTS, LLC

Certificate of Status	0
Certified Copy	1
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION
OF
PALAFOX PROPERTY INVESTMENTS, LLC**

The undersigned, desiring to form a limited liability company under and pursuant to Section 808 of the Florida Statutes, entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company.

**ARTICLE I
NAME**

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is PALAFOX PROPERTY INVESTMENTS, LLC.

**ARTICLE II
ADDRESS**

The Company's street address of its principal place of business in Florida is 3250 West Fairfield Drive, Pensacola, Florida 32505 and its mailing address is 3250 West Fairfield Drive, Pensacola, Florida 32505, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

**ARTICLE III
MANAGEMENT**

The business of the Company shall be managed by the Company's members.

**ARTICLE IV
RESTRICTIONS ON MEMBERSHIP**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

**ARTICLE V
OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the members.

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**ARTICLE VI
AMENDMENT TO ARTICLES**

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 606 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company.

The undersigned, being the authorized representative of the Company, hereby acknowledges that, in accordance with Section 606.406(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.


Marshall Keenan, Authorized Representative

Dated: May 5, 2008

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND 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 agent and registered office in the State of Florida.

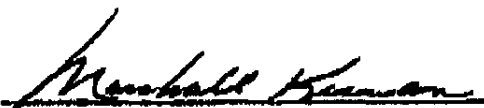
1. The name of the limited liability company is PALAFOX PROPERTY INVESTMENTS, LLC.
2. The name and street address of the registered agent and registered office are: Marshall Keenan at 3250 West Fairfield Drive, Pensacola, FL 32505.

PALAFOX PROPERTY INVESTMENTS, LLC


Marshall Keenan
Its: Authorized Representative

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: May 5, 2008.


Marshall Keenan
Registered Agent

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