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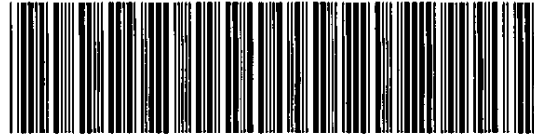
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

B. KOHR

AUG 18 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 687978 9955A

AUTHORIZATION :

*Susie Knight*

COST LIMIT : \$ 125,000

ORDER DATE : August 15, 2008

ORDER TIME : 9:48 AM

ORDER NO. : 687978-005

CUSTOMER NO: 9955A

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TALLAHASSEE, FLORIDA

DOMESTIC FILING

NAME: RSW PALM COAST, LLC

EFFECTIVE DATE:

\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 2956

EXAMINER'S INITIALS: \_\_\_\_\_

**ARTICLES OF ORGANIZATION  
FOR**

**RSW PALM COAST, LLC  
a Florida Limited Liability Company**

The undersigned, an authorized representative of a Member, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company:

**ARTICLE I - NAME**

The name of this company shall be **RSW PALM COAST, LLC**

**ARTICLE II - DURATION\CONTINUATION**

The duration of this limited liability company is perpetual from the date of commencement of the limited liability company's existence. The date and time of commencement of the limited liability company's existence is the time of filing of its original Articles of Organization by the Department of State of the State of Florida.

**ARTICLE III - ADDRESS OF PRINCIPAL OFFICE**

The street address and mailing address of the principal office of this company are:

Street address: 15 Kalamazoo Tr.  
Palm Coast, FL 32164

Mailing address: 15 Kalamazoo Tr.  
Palm Coast, FL 32164

**ARTICLE IV - REGISTERED AGENT AND OFFICE**

The name and street address of the initial registered agent and office for this company in the State of Florida are as follows:

Name: Randal S. Woolbright  
Street Address: 15 Kalamazoo Tr.  
Palm Coast, FL 32164

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## **ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of all of the Members of the Company in the manner set forth in the regulations of this Company.

## **ARTICLE VI - MANAGEMENT**

The business of the Company shall be managed by the members and the names and addresses of the managing members are:

<b><u>Name</u></b>	<b><u>Address</u></b>
Randal S. Woolbright	15 Kalamazoo Tr. Palm Coast, FL 32164

The management and control of the Company shall be vested in its members unless and until a manager is elected by a majority of members.

## **ARTICLE VII - AMENDMENT**

Any amendments to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 as shall be prescribed by the Department of State, and shall be signed and sworn to by all Members of the Company. In the event a new Member is added by such amendment, it shall be also signed by the member to be added.

## **ARTICLE VIII - INDEMNIFICATION**

Each individual or entity who is or was a member of the Company (and the heirs, executor, personal representatives, administrators, successors or assigns of such individual or entity) who was or is made a party to, or is involved in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, by reason of the fact that such person is or was a member of the Company ("Indemnatee"), shall be indemnified and held harmless by the Company to the fullest extent permitted by applicable law, as the same exists or may hereafter be amended. In addition to the indemnification conferred in this Article, the Indemnatee shall also be entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnatee in advance of its final disposition, to the fullest extent authorized by applicable law, as the same exists or may hereafter be amended. The rights and authority conferred by this Article shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, provision of the Articles of Organization or Regulations

of the Company, agreement, vote of Members or otherwise. Any repeal or amendment of this Article by the Members of the Company shall not adversely affect any right or protection of a member or officer existing at the time of such repeal or amendment.

#### **ARTICLE IX - REGULATIONS OF COMPANY**

The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.

#### **ARTICLE X - INFORMAL ACTION OF MEMBERS**

Any action of the Members may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all Members who would be entitled to vote upon such action at a meeting.

#### **ARTICLE XI - TRANSFER OF MEMBER'S INTEREST**

An interest of a Member in the Company may not be transferred or assigned unless all the remaining Members of the Company approve of such transfer or assignment by unanimous written consent.


IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member has hereunto set his hand and seal this \_\_\_\_ day of August, 2008.

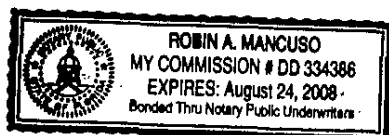
  
Randal S. Woolbright, Member

STATE OF FLORIDA  
COUNTY OF FLAGLER

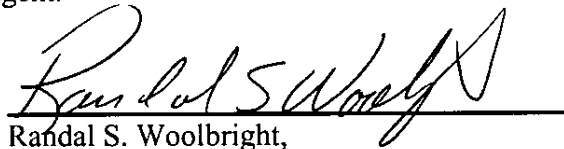
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared Randal S. Woolbright, who is personally known to me or who produced a driver's license as identification, and who is described as a Member in and who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to those Articles of Organization.

WITNESS my hand and official seal in the County and State named above this 14th day of August, 2008.

  
Notary Public, State of Florida  
My commission expires: 8/24/08



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.

A handwritten signature in cursive script, reading "Randal S. Woolbright", is written over a horizontal line.

Randal S. Woolbright,  
REGISTERED AGENT  
DATE: August 14, 2008