

Mar. 24. 2009 9:07AM

Division of Corporations

No. 2858 P. 1

Page 1 of 1

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**Florida Department of State  
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**To:**

**Division of Corporations  
Fax Number : (850) 617-6383**

**From:**

**Account Name : TODD WATSON, ATTORNEY AT LAW  
Account Number : I19990000260  
Phone : (904) 739-9747  
Fax Number : (904) 739-9748**

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TALLAHASSEE, FLORIDA**

**2009 MAR 24 AM 8:42**

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**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**8141 & 8249 Beach Blvd. Properties, LLC**

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**C. LEWIS**

**MAR 25 2009**

**EXAMINER**

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**ARTICLES OF ORGANIZATION** 2009 MAR 24 AM 8:42

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**8141 & 8249 BEACH BLVD. PROPERTIES, LLC**

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, does hereby adopt the following Articles of Organization.

**ARTICLE 1.0**

The name of the Limited Liability Company shall be 8141 & 8249 Beach Blvd. Properties, LLC.

**ARTICLE 2.0**

The period of its duration may not exceed 40 years from the date of filing with the Department of State.

**ARTICLE 3.0**

The primary purpose for which the Limited Liability Company is organized is to own and manage real property for long term investment purposes. The company may also engage in any legal business or investment activity as the Managers may from time to time determine.

**ARTICLE 4.0**

The location of the principal office and mailing address of the Limited Liability Company shall be 8129 Beach Blvd., Jacksonville, Florida 32216.

**ARTICLE 5.0**

The admission of new Members shall be subject to the unanimous approval of the existing Members of the Limited Liability Company.

**ARTICLE 6.0**

Upon the affirmative majority vote thereof, the remaining Members of the Limited Liability Company may continue the business on 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 Limited Liability Company.

H09000068435 3

**ARTICLE 7.0**

The Limited Liability Company shall be managed by its Member or Members and the name and address of the initial managing Member is as follows:

Fenwick Family Enterprises, LLC  
8129 Beach Blvd.  
Jacksonville, Florida 32216

**ARTICLE 8.0**

A Member may withdraw its interest in the Company and receive a Distribution of its interest in the company only upon the affirmative unanimous vote of the Members of the Company, with each member voting in accordance with the percentage of Company interest owned by the Member and the affirmative unanimous vote of the Managers of the Company, each Manager possessing one (1) vote. Furthermore, a Member's interest in the Company shall not be terminated in the event the Member makes an assignment for the benefit of creditors, files a voluntary petition of bankruptcy; or any of the other events stated in Florida Statutes §608.4237, as amended, unless the termination is approved by the affirmative unanimous vote of the Members and the Managers of the Company, as provided in this Article.

**ARTICLE 9.0**

Unless expressly prohibited by Florida law, the Company shall indemnify and hold harmless any Member or Managing Member from and against any and all claims and demands against such person whatsoever which relate in any manner to or arise from the activities of the Company or assets owned by the Company.

**EXECUTION**

Under penalties of perjury, the undersigned, having been duly authorized, declares that he has read the foregoing and knows the contents thereof and that the facts stated herein are true and correct.

**DATED** this 8th day of December, 2008.

Fenwick Family Enterprises, LLC

By: 

William K. Fenwick, Sr., as Manager

H09000068435 3

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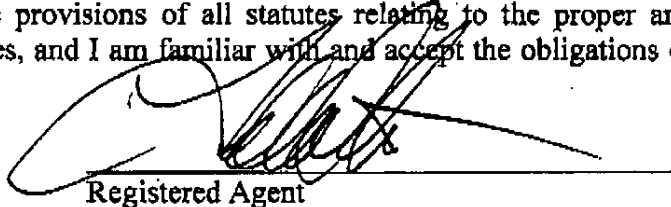
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company submits that following statement to designate a registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is 8141 & 8249 Beach Blvd. Properties, LLC.

2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 12276 San Jose Boulevard, Suite 721, Jacksonville, Florida, 32223.

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.

  
Registered Agent

Dated: December 8, 2008

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