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DIVISION OF CORPORATIONS
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Christine C. Camacho
Michael D. Chiumento
Michael D. Chiumento III
Paul M. Guntharp, Jr.

Philip J. Chanfrau
Of-Counsel



**CHIUMENTO
& GUNTARP** P.A.
ATTORNEYS AT LAW

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Palm Coast, FL 32137
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Website: www.palmcoastlaw.com

July 6, 2009

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Gardner Thornhill, LLC

Dear Sir/Madam:

Enclosed please find Articles of Correction for Gardner Thornhill, LLC. Also enclosed is our check in the amount of \$30.00 which is for filing the Articles of Correction and please also forward a Certificate of Status.

Thank you for your attention in this matter.

Sincerely,

Brenda L. Digby
Legal Assistant

bd
Enc.

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ARTICLES OF CORRECTION
FOR
GARDNER THORNHILL, LLC
a Florida Limited Liability Company

Pursuant to Section 608.4115, F.S., this document is being submitted to correct the Articles of Organization or application to transact business in Florida.

ARTICLE I - NAME

The name of this company shall be GARDNER THORNHILL, LLC ("Company").

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 is 7 Florida Park Drive, Palm Coast, Florida 32137.

The mailing address is P.O. Box 351429, Palm Coast, Florida 32135.

**ARTICLE IV - ADMISSION OF ADDITIONAL MEMBERS &
TRANSFER OF MEMBERS INTEREST**

The Company shall admit new members only upon the majority written consent of all then existing voting members of the Company.

The interest of a member in the Company may be transferred or assigned only upon the majority written consent of all then existing voting members of the Company.

ARTICLE V - MEMBERS INTERESTS

The Company is authorized to issue both voting and non-voting membership interests. All membership interests shall be identical in all respects except the non-voting membership interests shall carry no right to vote on any matter except as the State of Florida requires that voting rights be granted non-voting membership interests pursuant to Chapter 608, Florida Statutes.

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DIVISION OF CORPORATE & FINANCIAL SERVICES
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ARTICLE VI - MANAGEMENT

The business of the Company shall be managed by a manager and the manager shall be:

<u>Name</u>	<u>Address</u>
Leslie B. Thornhill	4324 Old A1A South Palm Coast, FL 32137

ARTICLE VII - MEMBERS

The members of the Company shall be:

Leslie B. Thornhill and Darryl L. Thornhill, husband and wife with joint rights of survivorship	4324 Old A1A South Palm Coast, FL 32137
Nancy Gardner and Jed J. Gardner, husband and wife with joint rights of survivorship	1004 S. Flagler Avenue Flagler Beach, FL 32136

ARTICLE VIII - 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 IX - 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 ("Indemnitee"), 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 Indemnitee shall also be

entitled to have paid directly by the Company the expenses reasonably incurred in defending any such proceeding against such Indemnitee 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 of officer existing at the time of such repeal or amendment.

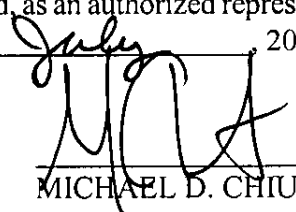
ARTICLE X – ADOPTION OF OPERATING AGREEMENT

The Company may adopt an Operating Agreement for the Company, which Operating Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Florida Statutes.

ARTICLE XI - 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.

IN WITNESS WHEREOF, the undersigned, as an authorized representative of a Member has hereunto set his hand and seal this 2nd day of July, 2009.



MICHAEL D. CHIUMENTO III
Authorized Representative of a Member

**Electronic Articles of Organization
For
Florida Limited Liability Company**

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FILED 8:00 AM
June 29, 2009
Sec. Of State
gmcleod

Article I

The name of the Limited Liability Company is:
GARDNER THORNHILL, LLC

Article II

The street address of the principal office of the Limited Liability Company is:
7 FLORIDA PARK DRIVE
SUITE F
PALM COAST, FL. 32137

The mailing address of the Limited Liability Company is:
P.O. BOX 351429
PALM COAST, FL. 32135

Article III

The purpose for which this Limited Liability Company is organized is:
ANY AND ALL LAWFUL BUSINESS.

Article IV

The name and Florida street address of the registered agent is:
CHIUMENTO & GUNTARP, P.A.
4 OLD KINGS ROAD NORTH
SUITE B
PALM COAST, FL. 32137

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 Signature: MICHAEL D. CHIUMENTO III

Article V

The name and address of managing members/managers are:

Title: MGR
LESLIE THORNHILL
4324 OLD A1A SOUTH
PALM COAST, FL. 32137

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Article VI

The effective date for this Limited Liability Company shall be:

06/29/2009

Signature of member or an authorized representative of a member

Signature: MICHAEL D. CHIUMENTO III