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

From:

Account Name : TODD WATSON, ATTORNEY AT LAW
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FLORIDA/FOREIGN LIMITED LIABILITY CO.

Goodby's Development, LLC

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EXAMINER

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ARTICLES OF ORGANIZATION

OF

GOODBY'S DEVELOPMENT, LLC

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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 Goodby's Development, 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 Manager may from time to time determine.

ARTICLE 4.0

The location of the principal office and the mailing address of the Limited Liability Company shall be 6942 Salamanca Avenue, Jacksonville, Florida, 32217.

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

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

Vitocore Partners, LLLP,
a Florida Limited Liability
Limited Partnership

6942 Salamanca Avenue
Jacksonville, Florida, 32217

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ARTICLE 7.0

The 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.

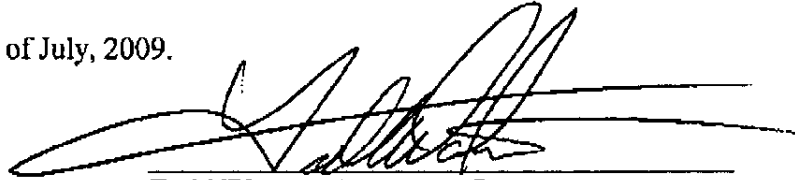
ARTICLE 8.0

Unless expressly prohibited by Florida law, the Company shall indemnify and hold harmless any Member, Manager 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

Todd Watson, Attorney at Law, as the authorized representative of the Company, declares under penalties of perjury that the facts stated herein are true and correct.

Dated this 6th day of July, 2009.



Todd Watson, Attorney at Law

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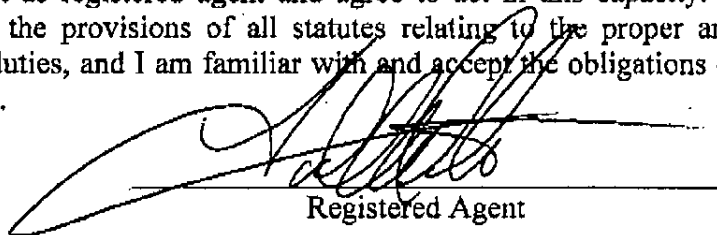
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

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 Goodby's Development, 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: July 6th 2009

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