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Wednesday, November 25, 2009

Florida Department of State  
Division of Corporations  
Corporate Filing  
P.O. Box 6327  
Tallahassee, FL 32314

Re: TK Properties and Management, LLC  
File No. 202307-09003

Dear Sir/Madam:

Enclosed you will find the original Articles of Organization for TK Properties and Management, LLC to be filed with your office along with a check \$130.00 for the Filing Fee, Designation of Registered Agent and for a Certificate of Status.

Once filed, please return the Certificate of Status to my attention at the address above. I have enclosed a self addressed stamped envelope for your convenience.

Should there be any questions please feel free to contact me directly.  
Thank you.

Sincerely,

Tammy DeShay, FRP  
Paralegal to,  
Mike Chesser, Esq.

Enclosures.

**ARTICLES OF ORGANIZATION**  
**TK PROPERTIES AND MANAGEMENT, LLC**

Pursuant to the provisions of the Florida Limited Liability Company Act, FLA. STAT. § 608.401, *et seq.* (the "Florida LLC Act"), the undersigned hereby certifies that the persons named herein as Members have associated themselves for the purpose of a limited liability company under the laws of the State of Florida, and hereby adopt the following Articles of Organization as the Charter and authority for the conduct of business of such limited liability company:

**ARTICLE I: NAME**

The name of the limited liability company shall be TK PROPERTIES AND MANAGEMENT, LLC (the "Company").

**ARTICLE II:**  
**PURPOSE**

The Company is organized for the following purposes: (A) to facilitate the ownership, management, development, acquisition, disposition, and renovation of real property, including, but not limited to, certain property located in the State of Florida; (B) to accomplish any lawful activity or business whatsoever, or which shall at any time and from time to time appear to the Manager of the Company to be necessary, desirable, or appropriate for the protection of the Company and/or its assets; (C) to exercise all powers necessary to or reasonably connected with the Company's business, which may be legally exercised under the Florida *LLC* Act; and (D) to engage in and perform all activities necessary, customary, convenient, or incident to any of the foregoing as the Manager may deem prudent and advisable.

**ARTICLE III:**  
**EFFECTIVE DATE; TERM**

The Company shall commence its existence upon the filing of these Articles of Organization with the Florida Secretary of State, and shall thereafter continue in existence perpetually, unless earlier dissolved or extended in accordance with the Operating Agreement of TK Properties and Management, LLC (the "Operating Agreement"), and/or the Florida LLC Act.

**ARTICLE IV: INITIAL MEMBER**

The name and address of the initial Members are:

The Troy R. Moore Revocable Trust dated March 3, 2009, Troy R. Moore Trustee  
1317 Gunnison Ave.  
Orlando, FL 32804

**ARTICLE V: DISSOLUTION**

Upon the occurrence of any Dissolution Event (as defined in the Operating Agreement of

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the Company), the Company shall be deemed to have dissolved unless, within ninety (90) days after such date, the Members affirmatively agree in writing to continue the business of the Company.

Upon dissolution, the Company shall cease to carry on its business, except as otherwise permitted by Florida law, and the Manager shall file a statement of commencement of winding up and publish notices in accordance with the Florida Limited Liability Company Act.

**ARTICLE VI:**  
**COMPANY ADDRESS; REGISTERED OFFICE ADDRESS;**  
**REGISTERED AGENT**

The mailing address and street address of the principal office of the Company shall be 1317 Gunnison Ave., Orlando, FL 32804. D. Michael Chesser, Esquire, whose address is 1201 Eglin Parkway, Shalimar, FL 32579 shall be the initial registered agent to accept service of process in the State of Florida and 1201 Eglin Parkway, Shalimar, FL 32578 shall also be the street address of the initial registered office of the Company.

**ARTICLE VII:**  
**CAPITAL CONTRIBUTIONS**

The Members shall contribute cash and/or additional property from time-to-time in accordance with the provisions of the Operating Agreement.

**ARTICLE VIII:**  
**MANAGEMENT**

Management of the Company shall be vested in the Members whose names and addresses are as follows:

The Troy R. Moore Revocable Trust dated March 3, 2009, Troy R. Moore Trustee  
1317 Gunnison Ave.  
Orlando, FL 32804

**ARTICLE IX:**  
**RESTRICTIONS ON MEMBERSHIP**

Members shall be admitted as set forth in the Operating Agreement. Contributions required of new Members shall be determined by the Members as of the time of admission to the company.

Except as otherwise specifically provided in the Operating Agreement, a Member's interest, or any part thereof, in the Company may not be sold or otherwise transferred unless the Member is in compliance with the terms of the Operating Agreement.

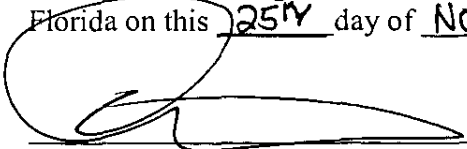
**ARTICLE X:**  
**OPERATING AGREEMENT**

The power to adopt, alter, amend or repeal the Operating Agreement governing this Company shall be vested in the Members.

#### **ARTICLE XI: INDEMNIFICATION**

If the criteria set forth in FLA. STAT. § 608.4229, or any successor statute, have been met, then the Company shall indemnify any Manager or Member, or former Manager or Member, his or her personal representative, devisees or heirs, in the manner and to the extent contemplated by FLA. STAT. § 608.4229.

IN WITNESS WHEREOF, the undersigned hereby certifies that the foregoing constitutes the ARTICLES OF ORGANIZATION OF TK PROPERTIES AND MANAGEMENT, LLC, and these Articles of Organization were executed by the undersigned Members in Okaloosa County, Florida on this 25<sup>th</sup> day of November, 2009.

  
The Troy R. Moore Revocable Trust dated March 3, 2009, Troy R. Moore, Trustee  
Initial Member  
By: Troy R. Moore, Trustee

STATE OF Florida )  
COUNTY OF Okaloosa )

On this 25<sup>th</sup> day of November, 2009, before me personally appeared Troy R. Moore who is a Member of a Florida limited liability company to be formed, to me personally known to be the person who executed the foregoing, or who produced DRIVER'S LICENSE as identification and acknowledged before me that they executed the same for the purposes expressed therein.

IN WITNESS WHEREOF, I have hereunto set my hand and seal in the County and State aforesaid.

[Seal]

  
NOTARY PUBLIC

**DESIGNATION OF REGISTERED AGENT**

Pursuant to Section 608.415, Florida Statutes, the following statement is submitted:

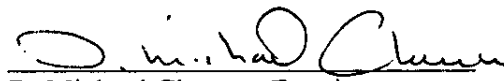
TK Properties and Management, LLC a limited liability company duly organized and existing under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization, has named:

D. Michael Chesser, Esquire  
1201 Eglin Parkway  
Shalimar, FL 32579

as its registered agent to accept service of process in the State of Florida.

**ACCEPTANCE BY THE REGISTERED AGENT**

I, D. Michael Chesser, Esquire, hereby accept appointment as Registered Agent for the Limited Liability Company, TK Properties and Management, LLC, and do hereby understand and accept the obligations of the position, and acknowledge my acceptance with my signature below on this 25<sup>th</sup> day of November, 2009.

  
D. Michael Chesser, Esquire