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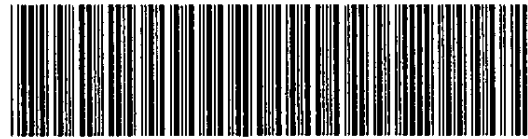
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JAN 25 AM 10:57

T. HAMPTON
JAN 28 2011
EXAMINER



Freeborn & Freeborn
attorneys at law

JOHN F. FREEBORN
FLORIDA BAR CERTIFIED WILLS, TRUSTS & ESTATES
ALISON K. FREEBORN

JOHN B. FREEBORN (1925-2008)

January 21, 2011

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Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Leland Ray Goldston, Jr., L.L.C.

Dear Ladies and/or Gentlemen:

Enclosed for filing please find the Articles of Organization and Certificate of Designation of Registered Agent, as well as our check #019805 in the amount of \$125.00 representing your filing fees.

If you have any questions, please do not hesitate to contact us.

Very truly yours,

ALISON K. FREEBORN

AKF/ker
Enclosures

**ARTICLES OF ORGANIZATION
OF
LELAND RAY GOLDSTON, JR., L.L.C.**

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DIVISION OF CORPORATIONS
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ARTICLE I

Name

The name of the limited liability company ("Company") is LELAND RAY GOLDSTON, JR., L.L.C.

ARTICLE II

Address

The mailing and street address of the Company's principal office is: 720 Lyndhurst Street, #1121, Dunedin, Florida 34698.

ARTICLE III

Purpose

This limited liability company is organized to engage in the following purposes: real estate and any and all lawful business for which companies may be organized under the laws of the State of Florida.

ARTICLE IV

Duration

The period of duration for the Company is perpetual, beginning on the date that these Articles of Organization are filed by the Florida Department of State.

ARTICLE V

Registered Agent and Office

The name of the Company's initial registered agent in Florida is Alison K. Freeborn. The address of the Company's registered office in Florida is 360 Monroe Street, Dunedin, FL 34698.

ARTICLE VI

Management

The Company is to be managed by managers. The initial managers will serve until the first annual meeting of the members or until the managers' successors are elected and qualified. The initial managers are identified as Leland Ray Goldston, Jr., whose address is 720 Lyndhurst Street, #1121, Dunedin, Florida 34698.

ARTICLE VII

Admission of Additional or New Members

Members of the Company have the right to admit new members. Additional or new members may be admitted only on the unanimous written consent of the existing member or members, and the existing member or members shall determine the amount and nature of contributions to be made by the additional or new members at the time those new members are admitted.

ARTICLE VIII

Continuance of Business

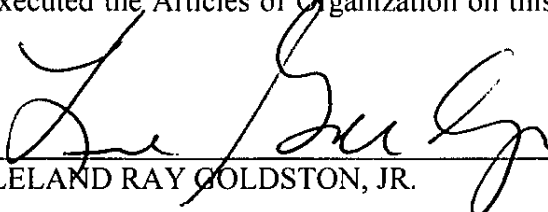
The remaining member or members of the Company have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Company. The business may be continued only on the unanimous written consent of the remaining member or members.

ARTICLE IX

Additional Provisions

The power to adopt, alter, amend or repeal the regulations of the Company is vested entirely in the manager listed in Article VI

IN WITNESS WHEREOF, I have executed the Articles of Organization on this 20 day of January, 2011, at Dunedin, Florida.


LELAND RAY GOLDSTON, JR.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JAN 25 AM 10:57

STATE OF FLORIDA
COUNTY OF PINELLAS

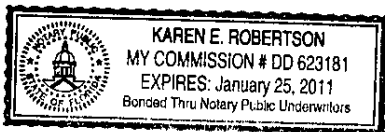
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared LELAND RAY GOLDSTON, JR., personally known to me, (or who identified herself by _____) to be the persons described in and who executed the foregoing Articles of Organization, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 20 day of January, 2011.

Karen E Robertson

Notary Public

My Commission Expires:



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DIVISION OF CORPORATIONS
11 JAN 25 AM 10:57

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
AND REGISTERED OFFICE
LELAND RAY GOLDSTON, JR., L.L.C**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned Limited Liability Company submits the following statement in designating the registered office/registered agent in the State of Florida:

1. The name of the limited liability company is LELAND RAY GOLDSTON, JR., L.L.C.

2. The name and address of the registered agent and office is ALISON K. FREEBORN, 360 Monroe Street, Dunedin, FL 34698.

Having been named as registered agent and to accept service of process for the above named 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.

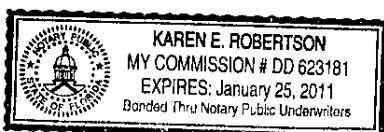
Dated: 1-20-2011



ALISON K. FREEBORN

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State of Florida and County of Pinellas to take acknowledgments, personally appeared ALISON K. FREEBORN, personally known to me, (or who identified herself by _____) to be the person described in and who executed the foregoing Certificate of Registered Agent and Address, and who took an oath.

WITNESS MY HAND and official seal in the County and State aforesaid, this 20 day of January, 2011.




Notary Public
My Commission Expires:

11 JAN 25 AM 10:57
SECRETARY OF STATE
DIVISION OF CORPORATIONS