03/14/2012 14:26 Driver, Mcafee, Peek & Hawthorne (FAX)9043011279 P.001/00 Flo da oration Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H120000672213)))



Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

				<b>.</b>
	······································		ALL	20121 SFC
To:	Division of Con			HAR
	Fax Number	: (850)617-6383	SS	· ·
From:				
	Account Name	: DRIVER, MCAFEE, PI	LEK & HAWTHORNE,	Э Р. т. <b>2</b>
	Account Number	1 120020000137	<u> </u>	
	Phone	: (904)301-1269	50 10	n de la co
				- · ·
	Fax Number	; (904)301-1279		1F 22
			5	· N

\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\*  $\sim$ . L.

Emeil Address:	jll@northfiorida.law.com_

FLORIDA LIMITED LIABILITY CO. Port Jax Land, LLC

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$125.00

$\Box$	-	OR	Page Count		03			
ы Х		S L L	Estimated	Charge	\$125.00			
Ē	<b>a</b> _	5 5 1 1 1 1						
$\langle \rangle$	1	SS						
ы Н	HAR	AHA AHA AHA	£				J. SAULSE	ERRY
	12 4						EXAMIN	IER
	<b>4</b> -4-6	50	nic Filing Menu	Corporate Filin	ig Menu	Help	MAR 15	2012

門崎ク

3/14/2012

(FAX)9043011279

œ

H12000067221 3

## ARTICLES OF ORGANIZATION OF PORT JAX LAND, LLC

The undersigned, being a duly authorized representative of a member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

## ARTICLE [ - NAME

The name of the limited liability company is Port Jax Land, LLC (the "Company").

# ARTICLE II - ADDRESSES

The street address of the principal office and the mailing address of the Company are

10751 Alta Drive Jacksonville, Florida 32226

# ARTICLE III - PURPOSE

The Company is organized for the purpose of performing all lawful business permitted linder the laws of the United States and of the State of Florida.

# ARTICLE IV - DURATION AND EXISTENCE: EFFECTIVE DATE

The Company will exist perpetually, commencing on the date of the filing of these Articles of Organization with the Secretary of State of the State of Florida.

#### ARTICLE V - CONTINUATION OF LIMITED LIABILITY COMPANY

So long as the Company continues to have at least one remaining member, the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or the occurrence of any other event that terminates the continued membership of any member shall not cause the Company to be dissolved, and upon the occurrence of any such event, the Company shall be continued without dissolution. At any time there are no members, the Company shall not be dissolved and shall not be required to be wound up if, within one (1) year after the occurrence of the event that terminated the continued membership of the last remaining member, the personal representative or other legal representative of the last remaining member or its nominee or designee to the Company as a member, effective as of the occurrence of the event that terminated the continued membership of the last remaining member.

Prepared by: Driver, McAfee, Peek & Hawthome, P.L. One Independent Drive, Suite 1200 Jacksonville, Floride 32202 904-301-1269

H12000067221 3

(FAX)9043011279

H12000067221 3

# ARTICLE VI - REGISTERED OFFICE AND AGENT

The Company hereby (a) designates 10751 Alta Drive, Jacksonville, Florida 32226 as the street address of the Company's registered office, and (b) names William T. Spinner, as the Company's registered agent at that address to accept service of process within the State of Florida.

#### ARTICLE VII - MANAGEMENT AND AUTHORITY

The Company shall be a manager-managed company. Pursuant to Section 608.4235, Florida Statutes, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

#### **ARTICLE VIII - INDEMNIFICATION**

(a) The Company shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a manager or officer of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a manager or officer of the Company or its subsidiaries. To the fullest extent not prohibited by law, the Company shall advance indemnification expenses for actions taken in the capacity of such person as an officer or manager within twenty (20) days after receipt by the Company of (i) a written statement requesting such advance, (ii) evidence of the expenses incurred, and (iii) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Company by action of its managers, in their sole discretion, may indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was an employee or agent of the Company or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Company or its subsidiaries. The Company by action of its managers, in their sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent after receipt by the Company of (i) a written statement requesting such advance, (ii) evidence of the expenses incurred, and (iii) a written statement by or on behalf of such person agreeing to repay the advanced expenses. Absent specific action by the managers, the authority granted to the managers in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Company relating thereto.

IN WITNESS THEREOF, the undersigned has hereunto set his hand and seal this 14/14 day of March, 2012.

PORT JAX LAND, LLC William T. Spinner/Authorized Representative 14 # 8:2

(FAX)9043011279

P.004/004

H12000067221 3

# ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby (a) agrees to act as registered agent for the Company named above, to accept service of process at the place designated in these Articles of Organization, and to comply with the provisions of Chapter 608, Florida Statutes, and (b) acknowledges that the undersigned is familiar with, and accepts, the obligations of such position.

Dated: March 1411 2012

Spinner Wi lliam T

2012 MAR 14

F

2012 MAR 14

AH 8: 22

Π m 

H12000067221 3