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WILLIAM A. TROTTER, III, P.C.

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WILLIAM A. TROTTER, III

January 10, 1996

Florida Secretary of State  
Name Availability Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

600001688416  
-01/12/96--01075--004  
\*\*\*285.00 \*\*\*285.00

RE: Philangias Development, L.C.

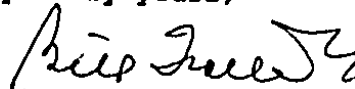
Gentlemen:

Please find enclosed the following documents for the above-referenced company:

1. The original Articles of Organization;
2. The original Affidavit of Membership and Contributions;
3. The original Certificate of Designation of Registered Agent/Registered Office;
4. The original Operating Agreement; and
5. A check in the amount of \$285.00 in payment of the filing fees.

Please do not hesitate to contact me if you have any questions.

Very truly yours,



William A. Trotter, III

WAT, III/cd

Enclosures

SN JAN 17 1996

TALLAHASSEE, FLORIDA

96 JAN 12 PM 12:31

FILED

ARTICLES OF ORGANIZATION OF  
PHILANGIAS DEVELOPMENT, L.C.

FILED  
95 JAN 12 PM 12:31  
RECORDED & INDEXED  
TALLAHASSEE, FLORIDA

Article 1

The name of this Limited Liability Company shall be Philangias Development, L.C.

Article 2

This Limited Liability Company shall exist until December 31, 2034 unless sooner dissolved by the unanimous written agreement of all members of Philangias Development, L.C., or sooner upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company pursuant to applicable laws or as stated in the Operating Agreement adopted by the members of Philangias Development, L.C., or if the Limited Liability Company has fewer than two members.

Article 3

Upon dissolution of Philangias Development, L.C., prior to December 31, 2034, the Limited Liability Company may be continued by the consent of all of the remaining members evidenced by the filing of Articles of Revocation or Dissolution with the Florida Department of State that set forth the facts required by Florida Statute 608.4411.

Article 4

The mailing address and the street address of the principal office of the Limited Liability Company is 123 West Hirth Road, Fernandina Beach, Nassau County, Florida 32034.

Article 5

The name and street address of the initial registered agent in the State of Florida shall be William R. Belangia, 123 West Hirth Road, Fernandina Beach, Nassau County, Florida 32034. The statement of William R. Belangia in the form prescribed by the Department of State accepting the appointment as registered agent for Philangias Development, L.C. is hereto attached as Exhibit "A".

Article 6

The Limited Liability Company is to be managed by its members according to the provisions of the Operating Agreement adopted by the members of Philangias Development, L.C. The names and addresses of the managing members of Philangias Development, L.C. are:

William R. Belangia  
1386 Alligator Creek Rd.  
Fernandina Beach, Nassau County, Florida 32034

Sherwood R. Belangia  
220 Boy Scout Rd.  
Augusta, GA 30909

and

Kermit G. Phillips, II  
123 West Hirth Rd., Unit 1603  
Fernandina Beach, Nassau County, Florida 32034

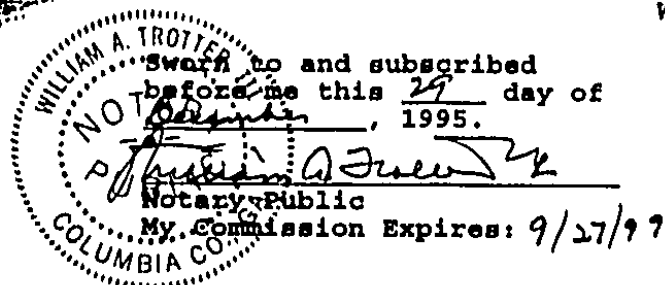
The initial amount of capital contributions (including cash and a description of the agreed value of property) is \$150,000.00, \$40,000.00 of which will be contributed by Sherwood R. Belangia and \$55,000.00 each by William R. Belangia and Kermit G. Phillips, II.

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization by and through William R. Belangia.

William R. Belangia  
William R. Belangia

Before me personally appeared William R. Belangia who to be known to be the person who executed the foregoing Articles of Organization. In witness whereof, I have hereunto set my hand and seal this 29<sup>th</sup> day of December, 1995.

William R. Belangia  
William R. Belangia




Registered agent acceptance having been named as registered agent, I hereby am familiar with and accept the duties and responsibilities as agent.

William R. Belangia  
William R. Belangia  
Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS  
FOR PHILANGIAS DEVELOPMENT, L.C.

The undersigned authorized representative of a member of Philangias Development, L.C. deposes and says:

- (1) Philangias Development, L.C. has at least two members.
- (2) The total amount of cash contributed by the member(s) of Philangias Development, L.C. is \$150,000.00.
- (3) No property, other than cash contributed by member(s), was contributed.
- (4) The total amount of cash or property anticipated to be contributed by member(s) of Philangias Development, L.C. is \$150,000.00. This total includes amounts from 2 and 3 above.

  
William A. Trotter, III, authorized  
representative of William R.  
Belangia, a member of Philangias  
Development, L.C.

Sworn to and subscribed  
before me this 29 day of  
December, 1995.

Carol Ann Dunn  
Notary Public, Columbia  
County, Georgia.

My Commission Expires:

Notary Public, Columbia County, Georgia  
My Commission Expires Sept. 22, 1997

**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 THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: Philangias Development, L.C.
2. The name and address of the registered agent and office is:

William R. Belangia  
1386 Alligator Creek Rd.  
Fernandina Beach, Florida 32034

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

William R. Belangia  
William R. Belangia

December 29, 1995  
Date

FILED  
56 JAN 12 PM 12:31  
ALLAHASSEE, FLORIDA