

L 96000000237

TODD A. STERZOY  
Holland and Knight

(Requestor's Name)  
 315 South Calhoun Street Suite 600  
 (Address)  
 Tallahassee, Florida 32302  
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

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96 FEB 29 PM 12:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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-03/04/96--01018--003  
\*\*\*\*337.50 \*\*\*\*337.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. 121 Atlantic L.C.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

Walk in     Pick up time 1:00     Certified Copy  
 Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATION

B. BROWN FEB 29 1996

Examiner's Initials

**121 ATLANTIC, L.C.**  
**ARTICLES OF ORGANIZATION**

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36 FEB 29 PM 12:36  
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The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

**ARTICLE I. NAME**

The name of the Company shall be 121 ATLANTIC, L.C. The principal street address and principal mailing address will be at 50 N. Laura Street, Suite 3900, Jacksonville, Florida 32202.

**ARTICLE II. DURATION AND CONTINUATION**

The period of the Company's duration shall commence on February 29, 1996, and shall continue perpetually, unless terminated (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

**ARTICLE III. PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV. REGISTERED AGENT AND OFFICE**

The Company designates 701 Brickell Avenue, Suite 3000, Miami, Florida 33131-3209 as the street address of the initial registered office of the Company and names Intrastate Registered Agent Corporation the Company's initial registered agent at that address to accept service of process within this state.

**ARTICLE V. ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

## ARTICLE VI. MANAGEMENT

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The names and addresses of the initial Managers are as follows:

Edmond Saoud

P.O. Box 47276  
2253 Miller Oaks Drive, North  
Jacksonville, FL 32247

Daniel J. Gallagher

50 North Laura Street  
Suite 3900  
Jacksonville, Florida 32202

Such Managers shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

## ARTICLE VII. REGULATIONS

The power to adopt, alter, amend, or repeal the Regulations of the Company shall be vested in the Members of the Company.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 28th day of February, 1996.



DANIEL J. GALLAGHER

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA

COUNTY OF DUVAL

On this 28th day of February, 1996, the undersigned appeared personally before me, the undersigned authority, and said to and before me, on oath:

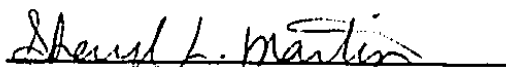
1. That 121 ATLANTIC, L.C., (the "Company") has at least two members;
2. That the members of the Company have contributed \$100.00 to the capital of the Company; and
3. That the members of the Company are not expected to contribute any additional capital to the Company.

And further affiant saith not.

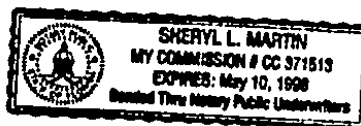
  
\_\_\_\_\_

**DANIEL J. GALLAGHER**

Sworn to and subscribed before me this 28th day of February, 1996, by DANIEL J. GALLAGHER who is personally known to me or who produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
Notary Public

JAX-192305



**ACCEPTANCE OF REGISTERED AGENT**

The undersigned corporation agrees to act as registered agent for the corporation named above, to accept service of process at the place designated in these Articles of Incorporation, and to comply with the provisions of the Florida Business Corporation Act, and acknowledges that it is familiar with, and accepts, the obligations of such position.

**INTRASTATE REGISTERED AGENT CORPORATION**

By: Donald W Wallis  
Donald W. Wallis, Vice President  
Registered Agent

Dated: February 28, 1996

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