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MCCLURE AND WHITEMAN

ATTORNEYS AT LAW

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ST. AUGUSTINE, FLORIDA 32085-3504

GEORGE M. MCCLURE
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ST. AUGUSTINE: (904) 824-0870
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May 29, 1996

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Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, FL 32301

File: 7704

Re: KENT DEVELOPMENT, L.C.

Gentlemen:

Enclosed herewith please find an original and one copy of Articles of Organization, together with our office check in the amount of \$337.50 to cover the fees as follows:

Filing Fees	\$ 285.00
Certified Copy	<u>52.50</u>

\$ 337.50

Please file the original of the Articles and return the certified copy to this office. If you have any questions, please do not hesitate to call. Thank you.

Very truly yours,



George M. McClure,
For the Firm

GMM:mld

enclosures

FILED
96 MAY 31 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JUN - 5 1996

ARTICLES OF ORGANIZATION

OF

KENT DEVELOPMENT, L.C.

The undersigned adopt the following Articles of Organization for the purpose of becoming a limited liability company under Chapter 608, the Florida Limited Liability Company Act:

ARTICLE I

Name

The name of the limited liability company, referred to in these Articles as "Company," is **KENT DEVELOPMENT, L.C.**

ARTICLE II

Duration

The period of duration of Company is the date these Articles of Organization are filed by the Florida Department of State until December 31, 2006.

ARTICLE III

Purpose

The purpose for which Company is organized is to transact any or all lawful business for which limited liability companies may be organized under the Florida Limited Liability Company Act.

ARTICLE IV

Principal Address

The address of Company's principal place of business in Florida is 81 King Street, Suite A, St. Augustine, Florida 32084.

ARTICLE V

Registered Agent and Office

The name of Company's initial registered agent in Florida is **GEORGE M. McCLURE**. The address of Company's registered office in Florida is 81 King Street, Suite A, St. Augustine, FL 32084.

ARTICLE VI

Capital Contributions

Contributions to the Company by each member are as follows:

- (a) **I.A. KHAN** has made a cash contribution of Ten thousand (\$10,000.00) Dollars.
- (b) **MAHESH PATEL** has made a cash contribution of Ten thousand (\$10,000.00) Dollars.
- (c) **KANTIBHAI THAKKAR** has made a cash contribution of Ten thousand (\$10,000.00) Dollars.

ARTICLE VII

Management

The Company is to be managed by a manager. The initial manager will serve until the first annual meeting of the members. The qualifications and duties of the manager are as set forth in the Regulations of the Company. The initial manager is identified as follows:

I.A. KHAN, whose address is House 22, Road 123, Gulshan, Dhaka, Bangladesh.

ARTICLE VIII

Admission of New Members

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

ARTICLE IX

Additional Provisions

The power to adopt, alter, amend, or repeal the regulations of the Company is vested entirely in the members, subject to any provision of the Operating Agreement between the members.

IN WITNESS WHEREOF, for the purpose of forming this limited liability company in accordance with the Florida Limited Liability Company Act, the undersigned have executed these Articles of Organization on this 29th day of May, 1996.



George M. McClure,
Authorized Agent

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority personally appeared
GEORGE M. McCLURE and who:

(Notary must check applicable box)

X is personally known to me.
_____ produced current driver's license(s) as identification.
_____ produced _____ as
identification.

and who executed the foregoing Articles of Organization and
acknowledge before me that she made and subscribed the same for the
purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and seal
this 24th day of May, 1996 at St. Augustine, Florida.

MARY L. DES SOYE
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES MAY 12, 1998
COMM. NO. CC365476

Mary L. Des Soye
Signature of Notary
Mary L. Des Soye
(Name of Notary Typed, Printed or Stamped)
My Commission Expires: May 12, 1998
Commission Number: CC365476

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as
Registered Agent of KENT DEVELOPMENT, L.C., which is contained in
the foregoing Articles of Organization.

DATED this 27th day of May, 1996.

George M. McClure, Registered
Agent

FILED
6 MAY 31 PM 4:27
COUNTY OF ST. JOHNS
FLORIDA

SUPPLEMENTAL AFFIDAVIT
TO ARTICLES OF ORGANIZATION
OF
KENT DEVELOPMENT, L.C.

STATE OF FLORIDA
COUNTY OF ST. JOHNS

BEFORE ME, the undersigned authority, personally appeared
GEORGE M. McCLURE, who first being duly sworn deposed and said:

1. This Affidavit is made pursuant to Section 608.407(2)
Florida Statutes.

2. The Limited Liability company described above has
members consisting of **I.A. KHAN, MAHESH PATEL and KANTIBHAI THAKKAR**
and the undersigned.

3. The members have contributed cash as follows:

- | | |
|-----------------------------|--------------|
| 1. I.A. KHAN | \$ 10,000.00 |
| 2. MAHESH PATEL | \$ 10,000.00 |
| 3. KANTIBHAI THAKKAR | \$10,000.00 |

4. It is anticipated that additional capital will be
contributed by all members. It is anticipated that **I.A. KHAN** will
contribute two parcels of real property in St. Johns County,
Florida, more particularly described on Exhibit A attached hereto
and incorporated herein by reference, subject to outstanding
mortgage debt. If contributed, the value of the equity of **I.A.**
KHAN will be determined by appraisal and **MAHESH PATEL** and **KANTIBHAI**
THAKKAR will each contribute cash equal to the value of the equity
of **I.A. KHAN**.


George M. McClure,
Authorized Representative

STATE OF FLORIDA
COUNTY OF ST. JOHNS

THE FOREGOING instrument was acknowledged before me this
29th day of May, 1996, by **GEORGE M. McCLURE**, and who:

(Notary must check applicable box)

 is personally known to me.
 produced current driver's license(s) as identification.
 produced as
identification.

Mary L. Des Soye
Signature of Notary

Mary L. Des Soye
(Name of Notary Typed, Printed or Stamped)
My Commission Expires: May 12, 1998
Commission Number: CC365476

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MARY L. DES SOYE
NOTARY PUBLIC, STATE OF FLORIDA
MY COMMISSION EXPIRES MAY 12, 1998
COMM. NO. CC365476