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October 14, 1996

Secretary of State
Corporate Records Bureau
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

200001975072--6
-10/15/96--01203--001
***285.00 ***285.00

Re: Kandeck Properties, L.C.

Dear Sir:

Enclosed are original and one copy of Articles of Organisation, with Affidavit attached, for the referenced limited liability company. Please file the original and return a stamped copy to me. Our check for \$285.00 is enclosed to cover the fees.

Thank you very much for your cooperation.

Sincerely yours,

Kathleen Cold
KATHLEEN HOLBROOK COLD

KHC/lh
Enclosures
cc: Roger W. Painter, C.P.A.

FILED
96 OCT 15 AM 7:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. REGISTER OCT 17 1996

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96 OCT 15 AM 7:11

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
KANDECK PROPERTIES, L.C.

The undersigned subscribers to the Articles of Organization, each a natural person competent to contract, hereby associate themselves together to form a limited liability company under the provisions of Chapter 608 of the laws of the State of Florida.

ARTICLE I

The name of the limited liability company is: KANDECK PROPERTIES, L.C.

ARTICLE II

The duration of this limited liability company shall be thirty years from the date of filing of these Articles of Organization with the Department of State of the State of Florida.

ARTICLE III

This limited liability company is organized for the purpose of engaging in management and acquisition of commercial real estate.

ARTICLE IV

The initial address of the place of business in the State of Florida of this limited liability company is 1737 State Road 16, St. Augustine, Florida, and the initial mailing address is 526 Stockton Street, Jacksonville, Florida 32204.

ARTICLE V

The registered office shall be Suite 2301, One Independent Drive, Jacksonville, Florida 32202, and the registered agent at that same address is Kathleen Holbrook Cold.

ARTICLE VI

The members of this limited liability company may admit additional members upon the unanimous approval of the existing members and the contribution of cash or property in an amount to be unanimously approved by the existing members.

ARTICLE VII

In the event of 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 liability company, the business of the limited liability company may be continued if all of the remaining members unanimously consent to such continuance of business.

ARTICLE VIII

This limited liability company is to be managed by a manager or managers and the names and addresses of the initial managers who are to serve as managers until the first annual meeting of members or until their successors are elected and qualified:

Name
Stanley Kantor

Address
2523 Edison Avenue
Jacksonville, Florida 32204

Roger W. Painter

526 Stockton Street
Jacksonville, Florida 32204

ARTICLE IX

The date of the existence of the limited liability shall be the date of the filing of the Articles of Organization by the Department of State of the State of Florida.

ARTICLE X

The Articles of Organization of this limited liability company maybe amended in any manner permitted by Chapter 608, Florida Statutes.

ARTICLE XI

Management of the limited liability company shall be vested in a manager or managers who shall be elected annually by the members in the manner prescribed by and provided in the regulations of the limited liability company. The manager or managers may or may not be members. The manager or managers shall also hold the offices and have the responsibilities accorded to them by the members and set out in the operating agreement of the limited liability company. All rights of members of this limited liability company shall be in proportion to their contributions to the capital of the limited liability company, as adjusted from time

to time to properly reflect any additional contributions or withdrawals by the members.

ARTICLE XII

The power to adopt, alter, amend, or repeal the regulations of this limited liability company shall be vested in the manager or managers of the company. Regulations adopted by the manager or managers maybe repealed or altered; new regulations may be adopted by the members; and the members may prescribe in any regulations made by them that such regulations may not be altered, amended or repealed by the manager or managers. The regulations may contain any provisions for the regulation and management of the affairs of the limited liability company not in consistent with law or the Articles of Organization.

ARTICLE XIII

No debt shall be contracted nor liability incurred by or on behalf of this limited liability company except by one or more of its managers.

ARTICLE XIV

The interest of a member in the limited liability company may be transferred or assigned as provided in the operating agreement; however, if all of the other members of this limited liability company other than the member proposing to dispose of his or its interest do not approve of the proposed transfer or assignment by unanimous written consent, the transferee of the

interest of the member shall have no right to participate in the management of the business and affairs of this limited liability company or to become a member. Such transferee shall be entitled to receive only the share of profits or other compensation by way of income and the return of contributions to which that member otherwise would be entitled.


STANLEY KANTOR


ROGER W. PAINTER

ACCEPTANCE BY RESIDENT AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said limited liability company.


KATHLEEN HOLBROOK COLD

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF DUVAL

Before me, the undersigned authority, personally appeared
STANLEY KANTOR and ROGER PAINTER as Members or authorized
representatives of a Member of Kandeck Properties, L.C., who being
by me first duly sworn depose and say:

The total amount of cash agreed to be contributed to
Kandeck Properties, L.C. is \$201,000.00, which shall be contributed
by the members in proportion to their initial capital accounts.
There are at least two members.


STANLEY KANTOR


ROGER PAINTER

Sworn to and subscribed before me this 17th day of
October, 1996, by Stanley Kantor () personally known to
me, or () who produced a Florida driver's license as
identification.


Notary Public, State of Florida

Print Name:

My Commission Expires: 1-13-98

Commission Number: CC 342179



MARY B. BEALE
Notary Public, State of Florida
My Comm. Exp. Jan. 13, 1998
Comm. No. CC 342179

Sworn to and subscribed before me this 17th day of October, 1996, by Roger Painter () personally known to me, or () who produced a Florida driver's license as identification.

Mary B. Bell
Notary Public, State of Florida
Print Name:
My Commission Expires: 1-13-98
Commission Number: 00342179



MARY B. BELL
Notary Public, State of Florida
My Comm. Exp. Jan. 13, 1998
Comm. No. CC 342179

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