



THE UNITED STATES
CORPORATION
COMPANY

L98000000345

ACCOUNT NO. : 072100000032

REFERENCE : 738784 7146730

AUTHORIZATION :

COST LIMIT :

Patricia Pit
\$ 285.00

ORDER DATE : March 12, 1998

ORDER TIME : 12:01 PM

ORDER NO. : 738784-005

CUSTOMER NO: 7146730

CUSTOMER: Mr. Steve Sawyer
MR. STEVEN SAWYER

9551 Baymeadows Road
#26
Jacksonville, FL 32224

100002462311--7

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 19 PM 2:15

DOMESTIC FILING

NAME: SAWYER DOWNS LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: JANNA WILSON

EXAMINER'S INITIALS:

L98-345

Name	<i>de 3-9</i>
Availability	<i>de</i>
Document Examiner	<i>de</i>
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Acknowledgment	<i>de</i>
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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I. NAME

The name of the Limited Liability Company is:

SAWYER DOWNS LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 9551 Baymeadows Road, Jacksonville, Florida 32256.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: 30 Years from and after the Florida Secretary of State issues a Certificate of Formation, unless dissolved according to law.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Member: Steven Sawyer 3124 Courtney Woods Lane
Jacksonville, Florida 32224

Member: John H. Downs 9551 Bay Meadows Road
Jacksonville, Florida 32256

The undersigned authorized representative of a member of SAWYER DOWNS LLC hereby executes these articles of organization on this 16th Day of March 1997.

CORPORATION SERVICE COMPANY



Karen B. Rozar, as its agent
as authorized representative of
Sawyer Downs LLC.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED

IN ARTICLES OF ORGANIZATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the Limited Liability Company named above, and having been designated as the registered agent in the above and foregoing articles, is familiar with and accepts the obligations of the position of registered agent under Section 608.415 or 608.507 Florida Statutes.

CORPORATION SERVICE COMPANY

By: 

Its Agent, Karen B. Rozar

Dated: March 16, 1998

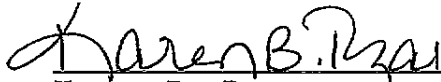
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SAWYER DOWNS LLC deposes and says:

- 1) the above named limited liability company has at least two members:
- 2) the total amount of cash contributed by the member(s) is 10,000:
- 3) if any, the agreed value of property other than cash contributed by member(s) is 10,000:
- 4) the amount of cash or property anticipated to be contributed by member(s) is 20,000:
- 5) the total amount of 2, 3, and 4 is: 40,000.



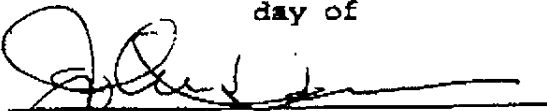
Karen B. Rozar as agent for Corporation Service Company in its capacity as authorized representative of a member of Sawyer Downs, LLC

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of SAWYER DOWNS LLC (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

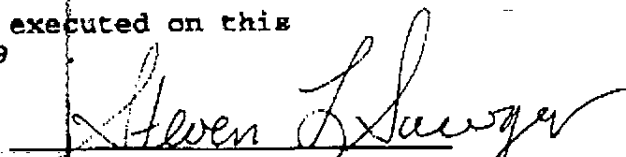
This Limited Power of Attorney is executed on this
day of , 19


WITNESS

JOHN DOWNS
TYPED OR PRINTED NAME


WITNESS

MARY ANN SAWYER
TYPED OR PRINTED NAME


SIGNATURE

STEVEN L SAWYER
TYPED OR PRINTED NAME

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