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ARTICLES OF ORGANIZATION FOR MARTIN SQUARE PROPERTIES, L.C.

The undersigned hereby adopt these Articles of Organization and hereby form a Limited Liability Company under the laws of the State of Florida.

<u>ARTICLE I - Name:</u>

The name of the Limited Liability Company is:

MARTIN SQUARE PROPERTIES, L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

3232 SE Dixie Highway, Stuart, Florida 34997

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

The existence of the Limited Liability Company shall commence upon the date of execution hereof. The Limited Liability Company shall exist for thirty (30) years from such date unless sooner terminated.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by the members and the name and address of the managing member is:

James C. Morgan 3232 SE Dixie Highway Stuart, Florida 34997

ARTICLE V - Initial Registered Agent and Office

The name of the initial registered agent of this Limited Liability Company is **JAMES C. MORGAN.** The street address of the initial registered office of this Limited Liability Company in the State of Florida is 3232 SE Dixie Highway, Stuart, Florida 34997.

ARTICLE VI - Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be

The admission of new members shall be solely by majority votes (in interest) by the existing members, or as otherwise provided in the Agreement of Operation or Regulations.

ARTICLE VII - Members Rights to Continue Business:

The right, if given, of the remaining members of the Limited Liability Company to continue the business on 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 limited liability company shall be:

As provided in the Agreement of Operation or Regulations.

ARTICLE VIII - Affidavit of Membership and Contributions

An Affidavit of Membership and Contributions in accordance with §608.407 Florida Statutes is attached hereto and incorporated herein by reference.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization of MARTIN SQUARE PROPERTIES, L.C., effective this 4th day of June, 1998

JAMES C. MORGAN, Member

STATE OF FLORIDA
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this gradual of _______, 1998, by JAMES C. MORGAN, [1] who is/are personally known to me, [] who has/have produced ______ as identification.

My Commission Expires:



KATHRYN N COWDRIEY My Commission CC483977 Expires Jul. 25, 1999 Bonded by ANB 800-862-5878

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA COUNTY OF MARTIN

Before me, the undersigned authority, personally appeared JAMES C. MORGAN, a member of MARTIN SQUARE PROPERTIES, L.C., who being duly sworn, certifies, deposes and says:

- 1) That he is a member of MARTIN SQUARE PROPERTIES, L.C.
- 2) That MARTIN SQUARE PROPERTIES, L.C. has at least two members:
- 3) The total amount of cash contributed by the member(s) is

\$5,000.00

4) if any, the agreed value of property other than cash contributed by member(s) is

\$-0-

5) the total amount of cash and property contributed and anticipated to be contributed by member(s) is

\$5,000.00

AMES C. MORGAN, Member

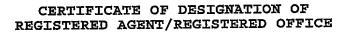
(In accordance with §608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

SWORN TO AND SUBSCRIBED before me this day of June, 1998, by JAMES C. MORGAN, [1] who is/are personally known to me, [] who has/have produced as identification.

Notary Public

My Commission Expires:





PURSUANT TO THE PROVISIONS OF §608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is:

MARTIN SQUARE PROPERTIES, L.C.

2. The name and the Florida street address of the registered agent are:

JAMES C. MORGAN 3232 SE Dixie Highway Stuart, Florida 34997

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

JAMES C. MORGAN Registered Agent

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