

L98000000789

**TRANSMITTAL LETTER FOR FLORIDA LIMITED
LIABILITY COMPANY**

June 10, 1998

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-06/12/98--01038--001
****293.75 ****293.75

SUBJECT: THREE POINT DEVELOPMENT, LLC

Enclosed is an original and one (1) copy of:

1. The Articles of Organization,
2. Affidavit of Membership and Contributions, and
3. Certificate of Designation of Registered Agent/Registered Office.

Also enclosed is a check in the amount of \$293.75 payable to the Florida Department of State as payment for:

1. 250.00 Filing Fee for Articles of Organization and Affidavit,
2. 35.00 Designation of Registered Agent, and
3. 8.75 for a certificate of good status.

FROM: Teddy O. Mims

1215 SE 2nd Avenue, Suite 102
Fort Lauderdale, Florida 33316

Name	6/12/98
Availability	ace
Document Examiner	DCU
Updater	DCU
Updater Verifier	DCU
Acknowledgement	DCU
P. Verifier	DCU

FILED
98 JUN 12 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L98000000789

ARTICLES OF ORGANIZATION FOR LIMITED LIABILITY COMPANY

ARTICLES OF ORGANIZATION
OF
THREE POINT DEVELOPMENT, LLC, A FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I
NAME

The name of this limited liability company is THREE POINT DEVELOPMENT, LLC, referred to in these Articles of Organization as the "Limited Liability Company."

ARTICLE II
PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is 1215 SE 2nd Avenue, Suite 102, Fort Lauderdale, Florida 33316.

ARTICLE III
DURATION

The period duration for the Limited Liability Company shall be perpetual. Unless dissolved earlier through methods provided herein or an Amendment hereto, the Limited Liability Company will only dissolve upon a unanimous vote by its members to dissolve. Except for prior amendment to this Article III, no act by the Limited Liability Company or its members can avoid dissolution by unanimous vote.

ARTICLE IV
MANAGEMENT

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

Teddy O. Mims, 1215 SE 2nd Avenue Suite 102, Fort Lauderdale, FL 33316

Derek C. Brown, 1215 SE 2nd Avenue Suite 102, Fort Lauderdale, FL 33316

ARTICLE V
ADMISSION OF NEW MEMBERS

The Limited Liability Company may admit new members only upon unanimous vote of one hundred percent (100%) of its managing members or as provided in the Limited Liability Company's operating agreement.

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98 JUN 12 PM 4:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI
DISSOLUTION

Section 6.01 Dissolution Upon the Occurrence of Specified Events
The occurrence of any of the following events or conditions will cause the Limited Liability Company to dissolve automatically:

- Death of a managing member

Except for prior amendment to this section, no act by the Limited Liability Company or its members can avoid that dissolution.

Section 6.02 Dissolution and Dissolution Avoidance Following the Dissociation of a Member

(a) Dissociation Defined. "Dissociation of a member" or "dissociation" occurs when the Limited Liability Company has notice or knowledge of an event that has terminated a member's continued membership in the Limited Liability Company.

(b) Means of Avoiding Dissolution Following Member Dissociation.

(i) To avoid dissolution under this Section 6.02(b), the Limited Liability Company must have at least two remaining members. If a dissociation leaves the Limited Liability Company with only one remaining member, that member may admit an additional member.

(ii) In addition to any means for avoiding dissolution provided by statute, dissolution is avoided upon the dissociation of a member if, within 30 days of the dissociation, consent to avoid dissolution is obtained from all of the remaining members. The consent may be by vote, at a properly called member meeting, or in writing.

ARTICLE VII
ORGANIZER

The organizer of the Limited Liability Company is Teddy O. Mims, a natural person at least eighteen (18) years old.

ARTICLE VIII
RELATIONSHIP OF ARTICLES OF ORGANIZATION TO OPERATING AGREEMENT

If a provision of these Articles of Organization differs from a provision of this Limited Liability Company's operating agreement, then, to the extent allowed by law, the operating agreement will govern.

Executed this 10th day of June, 1998

BY:


Organizer, Teddy O. Mims

6/10/98

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JUN 12 PM 1:00
CLERK OF DISTRICT COURT
STATE OF FLORIDA

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Three Point Development, 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 \$0.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$0.00
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$0.00
This total includes amounts from 2 and 3 above.

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JUN 12 PM 1:00
SECRETARY OF STATE
ALABAMA, FLORIDA

 6/10/98

Signature of a member or authorized representative of a member.

(In accordance with section 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.)

**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

**PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA
STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE
FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED
OFFICE.REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: THREE POINT DEVELOPMENT, LLC

2. The name and address of the registered agent and office is:

**Teddy O. Mims
1215 SE 2nd Avenue, Suite 102
Fort Lauderdale, Florida 33316**

**FILED
98 JUN 12 PM 1:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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.


(SIGNATURE)


(DATE)

Filing Fee: \$ 35 for Designation of Registered Agent