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

SUBJECT:

Dudley Properties, L.L.C.
(Proposed limited liability company name - must include suffix)

900002579329--1 -07/02/98--01070--010 ****293.75 ****293.75

Enclosed is an original and one (1) copy of the articles of organization and a check for :

\$285.00

Filing Fee

& Registered Agent designation \$293.75

Filing Fee. Registered Agent Designation &

Certificate

\$337.50

Filing Fee, Registered Agent

Designation & Certified Copy \$346.25

Filing Fee, Registered Agent

Designation. Certified Copy &

Certificate

FROM: Glenn D. Storch, Esquire Name (Printed or typed)

Storch, Hansen & Morris, P.A.

1620 S. Clyde Morris Blvd., Ste.

Address

Daytona Beach, FL 32119

City, State & Zip

(904) 767-0300

Daytime Telephone number

Availability

Document Examiner

Updater

Updat∉ ∀erifyer

Acknowledge

W. P. Verifye

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

98 JUL -2 PH 4: 25 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of the Limited Liability Company is: Dudley Properties, L.L.C.

ARTICLE II: ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 4381 S. Atlantic Avenue, #301, New Smyrna Beach, FL 32169.

ARTICLE III: DURATION

The period of duration for the Limited Liability Company shall be perpetual.

ARTICLE IV: MANAGEMENT

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers are:

Mr. W. Ted Dudley 4381 S. Atlantic Avenue, #301 New Smyrna Beach, FL 32169 Mrs. Marianne Dudley 4381 S. Atlantic Avenue, #301 New Smyrna Beach, FL 32169

ARTICLE V: REGISTERED AGENT AND OFFICE

The name of the registered agent and office of the Association are as follows:

NAME

ADDRESS

Glenn D. Storch, Esquire

Storch, Hansen & Morris, P.A. 1620 S. Clyde Morris Blvd., Ste. 300 Daytona Beach, FL 32119

ARTICLE VI: ORGANIZER

The name and address of the organizer of these Articles of Organization are Glenn D. Storch, 1620 S. Clyde Morris Blvd., Ste. 300, Daytona Beach, FL 32119.

IN WITNESS WHEREOF, the undersign	ed organizer has executed these Articles of
Organization this 15th day of July, 1998.	
GLEN	N D. STORCH
STATE OF FLORIDA COUNTY OF VOLUSIA ss.:	•
The foregoing instrument was acknowledg by GLENN D. STORCH who is personally know	-
not take an oath.	as identification and who did
	• • • •

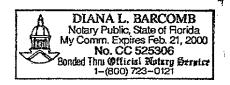
Diana L. Barcomb

Notary Public

State of Florida at Large

My Commission No. CC525306

Expires: 2/21/2000



98 JUL -2 PM 4: 25
SECRETARY OF STATE
TALLAHASSEF FI DOME

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Dudley Properties, L.L.C deposes and says:

- 1. The above named limited liability company has at least two members.
- 2. The total amount of cash contributed by the members is \$360,000.00.
- 3. If any, the agreed value of property other than cash contributed by members is $\frac{1}{2}$ 0 .
- 4. The amount of cash or property anticipated to be contributed by members is \$40,000.00.

5. The total amount of 2_3 and 4 is \$400,000.00

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.)

8 JUL -2 PM 4: 2 ECRETARY OF STA

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 organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

1. The name of the limited liability company is:

Dudley Properties, L.L.C.

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

Glenn D. Storch, Esquire Storch, Hansen & Morris, P.A. 1620 S. Clyde Morris Blvd., Ste. 300 Daytona Beach, FL 32119

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.

Glenn D. Storch

Dated this Land day of July, 1998

98 JUL -2 PM 4: 25
SEGRETARY OF STATE