

L98000001858



ACCOUNT NO. : 072100000032

REFERENCE : 962004 7158500

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 285.00

ORDER DATE : September 15, 1998

ORDER TIME : 1:32 PM

ORDER NO. : 962004-005

CUSTOMER NO: 7158500

CUSTOMER: Vincent J. Whibbs, Esq
WHIBBS & WHIBBS, P.A.
ATTORNEYS AT LAW

421 North Palafox Street
Pensacola, FL 32501

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DOMESTIC FILING

NAME: MARCUS LAKE DEVELOPMENT, L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
XX CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

FILED
98 SEP 15 AM 9:41
OFFICE OF STATE
PALM BEACH, FLORIDA

Cm

RECEIVED
98 SEP 15 PM 2:43
DIVISION OF CORPORATION

ARTICLES OF ORGANIZATION
OF
MARCUS LAKE DEVELOPMENT, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge and file the following Articles of Organization.

ARTICLE I-NAME

The name of the limited liability company shall be Marcus Lake Development, L.C. ("Company").

ARTICLE II- ADDRESS

The mailing and street address of the principal office of the company shall be 2280 North Ninth Avenue, Pensacola, Florida 32503.

ARTICLE III-DURATION

This corporation shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The Company's existence shall be perpetual.

ARTICLE IV-INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is Vincent J. Whibbs, Jr., 421 North Palafox Street, Pensacola, Florida 32501.

ARTICLE V-CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

ARTICLE VI-ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all of the members.

ARTICLE VII-ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all of the members of the company and on such terms and conditions as shall be determined by all of the members. A member may transfer his or hers interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII-TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all of the remaining members, provided there are at least two (2) remaining members.

ARTICLE IX-MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are:

| Name | Address |
|---------------|---|
| James C. Boyd | 2280 North Ninth Avenue Pensacola, Florida 32503 |
| Ralph M. Boyd | 2280 North Ninth Avenue Pensacola, Florida 32503 |

Sandra Boyd Preer

2280 North Ninth Avenue
Pensacola, Florida 32503

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Pensacola, Florida on this the 11th day of September, 1998.

James C Boyd
James C. Boyd

Ralph M Boyd
Ralph M. Boyd

Sandra Boyd Preer
Sandra Boyd Preer

FILED
98 SEP 15 AM 9:41
CLERK OF DISTRICT COURT
1ST DISTRICT
PENSACOLA, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBLA

Sworn to and subscribed before me this 11th day of September, 1998, by James C. Boyd, Ralph M. Boyd and Sandra Boyd Preer, who are personally known to me.

[Signature]
Notary Public, State of Florida



VINCENT J. WHIBBS, JR.
COMMISSION # CC629022
EXPIRES APR 23, 2004
BONDED THROUGH
ATLANTIC BONDING CO., INC.

EXHIBIT "A"

| Name | Address | Contribution |
|-------------------|---|---------------------|
| James C. Boyd | 2280 North Ninth Avenue Pensacola, Florida 32503 | \$600.00 |
| Ralph M. Boyd | 2280 North Ninth Avenue Pensacola, Florida 32503 | \$600.00 |
| Sandra Boyd Preer | 2280 North Ninth Avenue Pensacola, Florida 32503 | \$300.00 |

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FILED
58 SEP 15 AM 9:41
CLERK OF COURT
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF MEMBERSHIP
AND CONTRIBUTIONS**

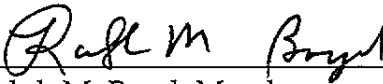
MARCUS LAKE DEVELOPMENT, L.C.

The undersigned member or authorized representative of a member of Marcus Lake Development, L.C., after first being duly sworn, deposes and says as follows:

1. The above named limited liability company has at least two (2) members.
2. The total amount of cash contributed by the members is One Thousand Five Hundred and no/100 Dollars (\$1,500.00).
3. If any, the agreed value of property other than cash contributed by members is 0.
4. The total amount of cash or property anticipated to be contributed by members is One Thousand Five Hundred and no/100 Dollars (\$1,500.00). This total includes amounts from 2 and 3 above.

FURTHER, THE AFFIANT SAYS NAUGHT.

Dated this the 11th day of September, 1998.


Ralph M. Boyd, Member

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90 SEP 15 AM 9:41
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF ESCAMBLA

Sworn to and subscribed before me this the 11th day of September, 1998 by Ralph M. Boyd, who is personally known to me.


NOTARY PUBLIC-State of Florida

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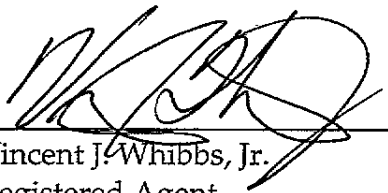


VINCENT J. WHIBBS, JR.
COMMISSION # CC629022
EXPIRES APR 23, 2001
BONDED THROUGH
ATLANTIC BONDING CO., INC.

ACCEPTANCE OF RESIDENT AGENT

The undersigned, being the person named in the articles of organization of Marcus Lake Development, L.C. as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his/her duties, and is familiar with and accepts the obligations of the position as registered agent.

Dated this 11th day of September, 1998.



Vincent J. Whibbs, Jr.
Registered Agent

LLC.MLDC.RAG

FILED
98 SEP 15 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA