

L98000002245

TODD WATSON  
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7785 BAYMEADOWS WAY  
JACKSONVILLE, FLORIDA 32256

TELEPHONE (904) 739-9747  
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October 9, 1998

Secretary of State  
409 East Gaines Street  
Tallahassee, FL 32399

Re: BETA One of Alachua L.L.C.

800002661668--2  
-10/12/98--01090--013  
\*\*\*\*302.50 \*\*\*\*302.50

Dear Sir:

Enclosed for filing are Articles of Organization of BETA One of Alachua L.L.C., Affidavit of Membership and Contributions; Certificate of Designation of Registered Agent/Registered Office and a letter evidencing consent from Charles Spires, as President of Beta of Alachua, Inc. to the use of the name BETA One of Alachua L.L.C. Also enclosed is our check in the amount of \$302.50 which represents the \$285.00 filing and registered agent fee and \$17.50 as the fee for certified copies.

Your assistance with this matter is greatly appreciated. Please contact our office if you should have any questions concerning this matter.

Sincerely,

*Ginger Cassada*

Ginger Cassada  
Legal Assistant

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98 OCT 12 PM 1:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name	10/12/98
Availability/gc	dcc
Document Examiner	DCC
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SPIRES/BETA ONE LLC COVER LETTER TO SEC OF STATE	
Updater Verifier	DCC
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W P. Verifier	DCC

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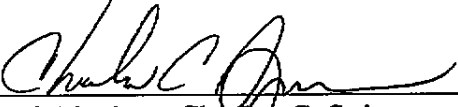
October 8, 1998

Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

Re: Beta of Alachua

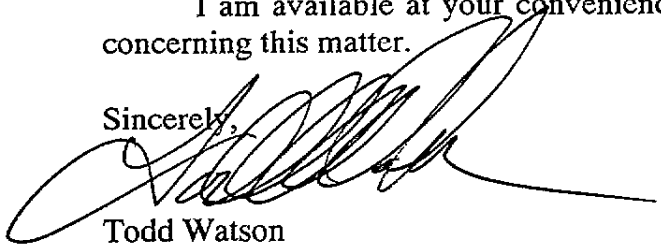
To Whom It May Concern:

The undersigned, Charles Spires, President of Beta of Alachua, a Florida Corporation, hereby authorizes Beta One of Alachua, LLC to use Beta One of Alachua, LLC as its legal name.

  
Beta of Alachua, Charles C. Spires as its President

I am available at your convenience should you have any questions or comments concerning this matter.

Sincerely,

  
Todd Watson  
Attorney at Law

TW/aps

**ARTICLES OF ORGANIZATION**  
**OF**  
**BETA ONE OF ALACHUA L.L.C.**

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TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a Limited Liability Company under the Florida Limited Liability Act, do hereby adopt the following Articles of Organization.

**ARTICLE 1.0**

The name of the Limited Liability Company shall be BETA One of Alachua, L.L.C..

**ARTICLE 2.0**

The period of its duration may not exceed 30 years from the date of filing with the Department of State.

**ARTICLE 3.0**

The purpose for which the Limited Liability Company is organized shall be the engagement of any legal business or investment activity as the Managers may from time to time determine.

**ARTICLE 4.0**

The location of the principal place of business and mailing address of the Limited Liability Company shall be 171 San Marco Avenue, St. Augustine, Florida, 32082.

**ARTICLE 5.0**

The admission of new Members shall be subject to the unanimous approval of the existing Members of the Limited Liability Company.

**ARTICLE 6.0**

Upon the affirmative majority vote thereof, the remaining Members of the Limited Liability Company may 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.

**ARTICLE 7.0**

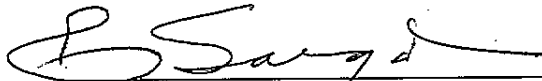
The Limited Liability Company shall be managed by Managers and the initial  
Managers and names and addresses of the Managers are as follows:

Charles Spires  
35 Magnolia Avenue  
Suite 2084  
St. Augustine, FL 32084-2833

Tomas Salgado  
4 Ewing Street  
St. Augustine Beach, FL 32084

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TALLAHASSEE, FLORIDA

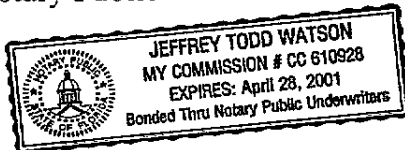
IN WITNESS WHEREOF, the undersigned Member has executed these Articles of  
Organization.

  
Tomas Salgado, Member

STATE OF FLORIDA  
COUNTY OF ST JOHN

The foregoing instrument was acknowledged before me this 8th day of  
October, 1998, by Tomas Salgado, who is personally known to me or who has  
produced FDCH 5423-800-413-408, as identification.

  
Signature of Notary Public  
Notary's Seal:



**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned Member of BETA One of Alachua L.L.C. certifies:

1. The above named Limited Liability Company has at least one Member.
2. The total amount of cash contributed to the Limited Liability Company is \$300,000.00.
3. The total amount of cash and property contributed and anticipated to be contributed to the Limited Liability Company is \$300,000.00.

Under penalties of perjury, I declare that I have read the foregoing, and the facts alleged are true to the best of my knowledge and belief.

Executed this 8th day of October, 1998.

  
Tomas Salgado, Member

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TALLAHASSEE, FLORIDA

**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 that following statement to designate registered office and registered agent in the State of Florida.

1. The name of the Limited Liability Company is BETA One of Alachua L.L.C..

2. The name and the Florida street address of the registered agent are: Todd Watson, Attorney at Law, 7785 Baymeadows Way, Suite 107, Jacksonville, Florida, 32256.

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.

  
\_\_\_\_\_  
Registered Agent

Dated: 10-8-98

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