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LAW OFFICE OF
LAWRENCE J. BERNARD
ATTORNEY AT LAW
1403 DUNN AVENUE, SUITE 20
JACKSONVILLE, FLORIDA 32218

REAL PROPERTY
PROBATE

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LANDLORD & TENANT
CORPORATIONS

November 13, 1998

Secretary of State
The Capitol
P.O. Box 6327
Tallahassee, Florida 32314

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Attn: Division of Corporations

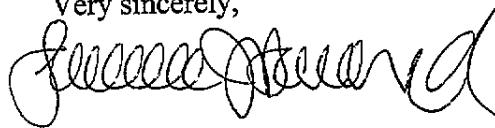
Re: Articles of Organization for
D & Z Sinclair Enterprises, L.L.C.

Dear Sir or Madam:

Your will find enclosed the original and one copy of the above referenced Articles which are enclosed for filing with your office. I have also enclosed my firm check in the amount of \$337.50 in payment of the following: \$250.00 for filing fees; \$35.00 for Designation of Resident Agent; and \$52.50 for a certified copy of the Articles which should be sent to my office.

Thank you for your assistance in this matter.

Very sincerely,



Lawrence J. Bernard

Name	
Availability	
Document Examiner	DCC
Updater	LJB:jlm DCC
Updater	Enclosures
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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W980000026310



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 23, 1998

LAWRENCE J. BERNARD, ATTORNEY AT LAW
1403 DUNN AVENUE, SUITE 20
JACKSONVILLE, FL 32218

SUBJECT: D & Z SINCLAIR ENTERPRISES, L.L.C.
Ref. Number: W98000026310

We have received your document for D & Z SINCLAIR ENTERPRISES, L.L.C. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name in the heading and the name in section 1 must be the same. Please change the top to read D & Z Sinclair Enterprises, L.L.C..

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 698A00055981

ARTICLES OF ORGANIZATION
FOR
D & Z SINCLAIR ENTERPRISES, L.L.C.

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608, entitled the Florida Limited Liability Company Act, does hereby adopt the following Articles of Organization for such company.

1. **Name:** The name of this Limited Liability Company is: D & Z Sinclair Enterprises, L.L.C.
2. The mailing address and street address of the principal office of the Limited Liability Company is 11181 St. Johns Industrial Parkway, Jacksonville, Florida.
3. **Duration:** The period of this company's duration shall be perpetual commencing upon the filing of these Articles with the Secretary of State.
4. **Purposes:** The purpose for which this company is being formed are to engage in any activities or business permitted for this company under the laws of the State of Florida.
5. **Registered Agent and Office:** The name and address of the initial registered agent and office for this company is as follows: David Sinclair, 11181 St. Johns Industrial Parkway, Jacksonville, Florida.
6. **Admission of Additional Members; and Terms and Conditions of Such Admissions:** Additional members may be admitted upon the approval of a majority of

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TALLAHASSEE, FLORIDA

the members of the company, upon the written application of the new member in the manner set forth in the by-laws of this company.

7. **Management of Company:** The business of the company shall be managed by a manager and the name and address of the manager is follows: David Sinclair, 11181 St. Johns Industrial Parkway, Jacksonville, Florida .

8. **Amendment of Regulation:** The power to adopt, alter, amend or appeal the regulations of this company shall be vested in the members of the company.

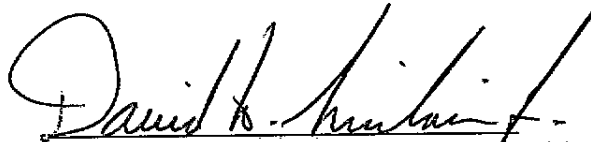
9. **Amendment of Articles of Organization:** Any amendment to these Articles of Organization shall be on such form prescribed by the Secretary of State of the State of Florida containing such terms and provisions consistent with Florida Statute 608 and shall be prescribed by the Department of State and shall be signed and sworn to by all members of the company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

10. **Affidavit of Membership and Contributions:** The undersigned member certifies:

- a) the above named limited liability company has at least one member;
- b) the total amount of cash contributed by the member is \$ 500.00 ;
- c) if any, the agreed value of property other than cash contributed by member, is

\$676,000.00; (A COPY OF THE LEGAL DESCRIPTION OF THE PROPERTY IS ATTACHED)

d) the total amount of cash and property contributed and anticipated to be contributed by the member is \$676,500.00



Signature of 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)

David Sinclair

State of Florida

County of Duval

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Before me, the undersigned authority, personally appeared DAVID H. SINCLAIR, JR. to me known to be the person who executed the foregoing Articles of Organization and he acknowledged to and before me that he executed such instrument for the purposes therein expressed. He is personally known to me.

I have hereunto set my hand and seal this 12th day of November 1998.



Notary Public

My commission expires:

Lot 23

A portion of Section 31, Township 2 South, Range 28 East, Duval County, Florida, being more particularly described as follows: COMMENCE at the intersection of the Southerly right of way line of Beach Boulevard (a 200 foot right of way as now established) with the Westerly right of way line of St. Johns Bluff Road (a 200 foot right of way as now established); thence South 00°33'36" East, along the Westerly right of way line of said St. Johns Bluff Road, 825.94 feet to the Point of Curvature of a curve concave Easterly and having a radius of 5829.58 feet; thence along and around the arc of said curve and continuing along said Westerly right of way line, 693.67 feet; said arc being subtended by a chord bearing and distance of South 03°58'08" East, 693.26 feet to the Northeast corner of those certain lands described in Official Records Volume 4069, Page 236 of the Current Public Records of said County; thence South 89°31'10" West, along the North line of said last mentioned lands and along the North line of those certain lands described in Official Records Volume 5417, Page 1002 of said Current Public Records and along the Northerly line of those certain lands described in Official Records Volume 4914, Page 957 of said Current Public Records, 1496.82 feet to the POINT OF BEGINNING; thence continue South 89°31'10" West, along the Northerly line of said Official Records Volume 4914, page 957, a distance of 638.67 feet to a point situate in the Westerly line of that certain Department of Transportation drainage easement recorded in Official Records Volume 4754, Page 144 of said Current Public Records; thence South 00°34'06" East, along last said line, 51.40 feet; thence South 45°34'06" East, along the Northeasterly line of those certain lands described in Official Records Volume 6068, Page 36 of said Current Public Records, 538.47 feet to its intersection with an arc of a curve concave Southeasterly and having a radius of 180.00 feet; said point also being situate in the Northerly right of way line of St. Johns Industrial Parkway North (a 60 foot right of way as now established); thence Northeasterly along and around the arc of said curve and along said Northerly right of way line, 116.56 feet; said arc being subtended by a chord bearing and distance of North 70°58'03" East, 114.54 feet to the Point of Tangency of said curve; thence North 89°31'10" East and continuing along said Northerly right of way line of said St. Johns Industrial Parkway North, 146.03 feet; thence North 00°05'50" West, 395.13 feet to the POINT OF BEGINNING.

Containing 4.4645 acres, more or less.

Subject to easements of record.

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: D & Z Sinclair Enterprises, Inc.
2. The name and the Florida street address of the registered agent are:

David Sinclair
11181 St. Johns Industrial Parkway
Jacksonville, Florida

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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.

