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February 8, 1999

Secretary of State
Limited Liability Division
Post Office Box 6327
Tallahassee, Florida 32314

RE: Canal Properties, L.L.C.

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-02/11/99--01028--004
****337.50 ****337.50

Dear Sir or Madam:

Enclosed are the following documents for filing with the Secretary of State:

1. Articles of Organization of Canal Properties, L.L.C. (\$250.00 filing fee);
2. Affidavit of Membership and Contributions;
3. Statement Designating Registered Agent and Office and Acceptance of Registered Agent (\$35.00 filing fee); and
4. Check in the amount of \$337.50.

Kindly acknowledge receipt of these documents by date stamping the enclosed copy of this letter and returning it, along with the Certificate of Organization, to our office using the envelope provided herein, along with a certified copy of the Articles of Organization. An additional \$52.50 is enclosed covering your fee. Should you have any questions, please contact my office at the above-given Lakeland address or telephone number and thank you for your assistance in this matter.

Ed Morrell GAVE
AUTHORIZATION BY PHONE TO
CORRECT Mailing Address
DATE 2/15/99
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Sincerely,

Eduardo J. Mourel

Eduardo F. Morrell

Name	
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Examiner	
Editor	
or	
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**ARTICLES OF ORGANIZATION
OF
CANAL PROPERTIES, L.L.C**

**ARTICLE I
Name and Principal Place of Business**

The name of this limited liability company is Canal Properties, L.L.C.; the physical address of its principal office is 5414 26th Street West, Bradenton, Florida, 34207. The mailing address shall be the same.

ARTICLE II

This limited liability company is organized for the purpose of and shall have the power to engage in any activity or business authorized under the Florida Statutes and, in general, to carry on any and all incidental business, to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

**ARTICLE III
Management and Exercise of Powers**

Management of this limited liability company is reserved to the members. The names and addresses of the initial managing members are as follows:

Thomas A. Howze
5414 26th Street West
Bradenton, FL 34207

MBK Properties, Inc.
612 24th Street East
Bradenton, FL 34208

H.L. Robinson
7000 Riverview Blvd., NW
Bradenton, FL 34209

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The powers of this limited liability company shall be exercised by or under the authority of, and the business and affairs shall be managed under, the direction of the members of this limited liability company.

This Article may be amended from time to time in accordance with the regulations of this limited liability company by majority vote of the members.

ARTICLE IV Duration

Except as provided below, this limited liability company shall exist in perpetuity or until dissolved in a manner provided by law or as provided in the regulations adopted by the members, or by separate agreement among the members.

The right, if given, of the remaining members of the limited liability company to 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 shall be as set forth by the regulations and/or separate agreement among the members.

ARTICLE V Membership

New members of this limited liability company may only be admitted upon unanimous consent. Contributions required of new members shall be determined as of the time of admission to this limited liability company.

A member's interest in this limited liability company may not be sold, assigned, transferred, or conveyed without unanimous written consent of all members, and an

assignee of an interest in this limited liability company may become a member only upon consent of all existing members.

ARTICLE VI
Profits and Losses

A. Profits. After payment of the expenses of this limited liability company, each member shall be entitled to a distributive share of the profits of this limited liability company in accordance with an agreed upon formula or, in the absence of such formula, in proportion to each members' then outstanding contributed and not returned capital. The distributive share of the profits shall be determined and paid to the members by December 31st of each year.

B. Losses. Any losses which occur in the operation of this limited liability company shall be paid from the profits and capital of this limited liability company or, if the profits and capital are not sufficient to pay for these losses, by the members in proportion to their capital accounts.

ARTICLE VII
Initial Registered Office and Registered Agent

The street address of the initial registered office of this limited liability company is 5414 26th Street, West, Bradenton, Florida, 34207, Lakeland, Polk County, Florida, 33803, and the name of the initial registered agent of this limited liability company at that address is Thomas A. Howze.

ARTICLE VIII
Amendments

This limited liability company reserves the right to amend or repeal any provisions contained in this Articles of Organization or any amendment thereto upon an affirmative

vote of the members representing a majority of then outstanding contributed and not returned capital of this limited liability company.

IN WITNESS WHEREOF, the undersigned, being the original members of this limited liability company, certify that this instrument constitutes the Articles of Organization of Canal Properties, L.L.C.

Executed this 8th day of February, 1999.

Signed, sealed and delivered
in the presence of:

CANAL PROPERTIES, L.L.C.

Margarita H. Fernandez
Witness Signature
Print Name: Margarita H. Fernandez

By: Thomas A. Howze
Thomas A. Howze, Member

STATE OF FLORIDA)
COUNTY OF MANATEE)

The foregoing instrument was acknowledged before me on the 8th day of February, 1999, by Thomas A. Howze, as a member of Canal Properties, L.L.C. who [☒] is personally known to me or who [☐] produced _____ as identification.



MARGARITA H FERNANDEZ
My Commission CC528420
Expires Jan. 29, 2000

(SEAL)

Margarita H. Fernandez
Notary Public
Print Name:
My Commission Expires:

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**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE
AND ACCEPTANCE OF REGISTERED AGENT**

STATE OF FLORIDA)
COUNTY OF MANATEE)

Pursuant to the provisions of Section 608.415, Florida Statutes, Canal Properties, L.L.C. a Florida limited liability company, submits the following statement designating its registered office and registered agent in the State of Florida:

The name of the registered agent is Thomas A. Howze and the street address of the company's principal office where the agent is located is 5414 26th Street, West, Bradenton, Florida, 34207.

ACKNOWLEDGEMENT

I, Thomas A. Howze, am the individual above named to accept service of process for the above-stated limited liability company at the address designated in this Statement. I hereby accept this appointment 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.

DATED this 8 day of February, 1999.

Signed, sealed and delivered
in the presence of:

Margarita H. Fernández
Witness Signature

Thomas A. Howze
Thomas A. Howze

Margarita H. Fernández
Witness Print Name:

The foregoing instrument was acknowledged before me on the 8th day of February, 1999, by Thomas A. Howze, who ☒ is personally known to me or who ☐ produced _____ as identification.



MARGARITA H FERNANDEZ
My Commission CC528420
Expires Jan. 29, 2000

Margarita H. Fernández
Notary Public
My Commission Expires

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA)
COUNTY OF MANATEE)

BEFORE ME, the undersigned authority, personally appeared Thomas A. Howze, one of the managing members of Canal Properties, L.L.C. (the "Affiants"), who on his oath deposes and says:

1. This Affidavit is given in compliance with 608.407 (2), Florida Statutes.
2. The limited liability company, Canal Properties, L.L. C. has at least three members.
3. The total amount of cash contributed by the members is \$10,000.00.
4. There is no property other than cash to be contributed by the members.
5. The total amount of cash or property anticipated to be contributed by the members, including the amount set forth in paragraph 3, is \$10,000.00.

DATED this 8th day of February, 1999.

Signed, sealed and delivered
in the presence of:

Margarita H. Fernandez Thomas A. Howze
Witness Signature Thomas A. Howze

Margarita H. Fernandez
Witness Print Name

SWORN TO AND SUBSCRIBED before me this 8th day of February, 1999, by Thomas A. Howze, who [☒] is personally known to me or who [☐] produced _____ as identification.



MARGARITA H FERNANDEZ
My Commission CC528420
Expires Jan. 29, 2000

Margarita H. Fernandez
Notary Public
My Commission Expires: