

Division of Corporations

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Florida Department of State
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LIMITED LIABILITY COMPANY

~~First Coast Investment, L.L.C.~~

FIRST COAST JACKSONVILLE, L.L.C.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 5, 1999

MILAM, OTERO, LARSEN, DAWSON & TRYLOR

SUBJECT: FIRST COAST INVESTMENT, L.L.C.
REF: W99000005463

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

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) 487-6917.

Gretchen Harvey
Corporate Specialist Supervisor

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION

OF

First Coast Jacksonville, L.L.C.

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

ARTICLE I NAME

The name of this limited liability company (the "Company") shall be First Coast Jacksonville, L.L.C.

ARTICLE II DURATION

Unless earlier terminated pursuant to the Act or the regulations (as defined in §608.402(13) of the Act) of this Company, the period of its duration shall be perpetual.

ARTICLE III ADDRESS

The mailing address and the street address of the principal office of this Company shall be 2111 Sawgrass Village Drive, Ponte Vedra Beach, Florida 32082.

ARTICLE IV REGISTERED AGENT

The initial registered office of this Company shall be 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202, and its initial registered agent at such office shall be MOTOLAW, Inc.

Prepared by Peter O. Larsen, Esq.
Milam Otero Larsen Dawson & Traylor, P.A.
50 North Laura Street, Suite 2750
Jacksonville, FL 32202
(904) 798-3700
Florida Bar Number 0849146

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ARTICLE V ADDITIONAL MEMBERS

Pursuant to §608.407(1)(c), Florida Statutes, additional members may be admitted upon the approval by the then current members owning one hundred percent (100%) of the membership interests.

ARTICLE VI CONTINUATION OF BUSINESS

Pursuant to §608.407(1)(f), Florida Statutes, the remaining members of this Company shall have the right to continue the Company's business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any other event which terminates the continued membership of the member in this Company.

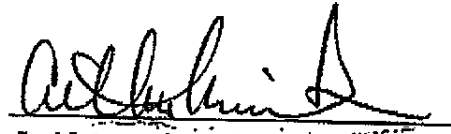
ARTICLE VII MANAGEMENT OF THE COMPANY

This Company will be managed by one of its members in accordance with and subject to the requirements of the Act and the regulations of this Company. The name and address of the initial Managing Member (as defined in §608.402(9) of the Act), who shall serve as Managing Member until the first annual meeting of the members or until its successor is elected and qualifies, is as follows:

Arthur Kirschman
2010 Sawgrass Village Drive
Ponte Vedra Beach, Florida 32082

IN WITNESS WHEREOF, the undersigned, the Managing Member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407(4) of the Act.

FIRST COAST JACKSONVILLE, L.L.C.


Arthur Kirschman, as
Managing Member

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STATE OF FLORIDA
COUNTY OF DUVAL

Sworn to and subscribed before me
this 3 day of March, 1999.

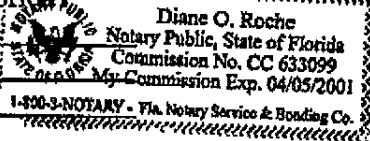
Diane O. Roche

Notary Public, State of Florida

Print Name: _____

Commission Expires: _____

Commission No.: _____



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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following is submitted:

~~First Coast Jacksonville~~, L.L.C. desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates MOTOLAW, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 50 North Laura Street, Suite 2750, Jacksonville, Florida 32202.

DATED this 3rd day of March, 1999.

~~FIRST COAST JACKSONVILLE~~, L.L.C.



Timothy Deener, Managing Member
ART KIZSUMAN

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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.

DATED this 3rd day of March, 1999.

MOTOLAW, INC., a Florida corporation

By: 

Peter O. Larsen, as President

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

BEFORE ME, the undersigned authority, personally appeared Arthur Kirschman the Managing Member of First Coast Jacksonville, L.L.C. (the "Company"), pursuant to Florida Statutes Section 608.407(2) and after having been duly sworn, hereby affirms the following:

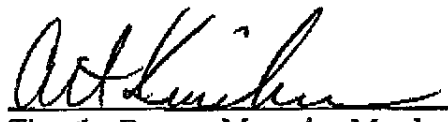
1. The Company has at least one (1) member.
2. The actual amount of cash contributed to date of the member(s) is: \$ - 0 -
3. The agreed value of any property other than cash contributed is: \$ - 0 -
4. The total amount of cash or property anticipated to be contributed by the member(s) at this time is: \$1,000.00

FURTHER AFFIANT SAYETH NOT.

Under the penalties I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated: 3rd day of March, 1999.

FIRST COAST JACKSONVILLE, L.L.C.


Timothy Benner, Managing Member
ART KIRSCHMAN.

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The foregoing Affidavit of Membership and Contributions of First Coast Jacksonville, E.L.C., a Florida limited liability company (the "Company"), was executed, acknowledged and delivered before me this 2nd day of March, 1999, by Arthur Kirschman the Managing Member of the Company, in Jacksonville, Florida.

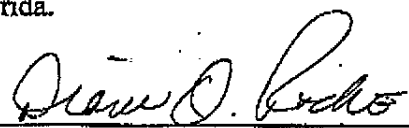
[SEAL]

Personally known: ✓

or

Produced identification: _____

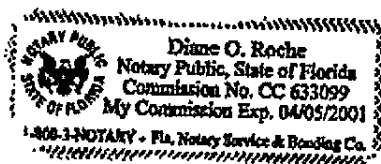
Type of identification produced: _____


Notary Public

Print Name: _____

Commission Number: _____

Commission Expires: _____



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