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March 17, 1999

Florida Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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****285.00 ****285.00

Re: Laughing Gull, LLC (the "Company")

Dear Sir or Madam:

In order to effectuate the formation of the above referenced limited liability company, we enclose for filing the Articles of Organization of the Company, along with the Designation of Registered Agent, and a check in the amount of \$285.00 for the filing fees. Please return a letter of acknowledgment upon registration. If there are any questions regarding this filing, please contact me at 770-850-6150. We appreciate your assistance.

Sincerely,

Nancy G. Miller

Nancy Goodman Miller
Legal Assistant

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99 MAR 22 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name	3/26/99
Availability	dcc
Document Examiner	DCC
Updater	DCC
Updater/Verifier	Enclosure DCC
cc:	Ugo E. Ippolito, Esq.
Acknowledgement	DCC
W. P. Verrier	DCC

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**ARTICLES OF ORGANIZATION
OF
LAUGHING GULL, LLC**

I.

The name of the limited liability company (the "Company") is Laughing Gull, LLC.

II.

The mailing address and street address of the initial principal office of the Company is
1848 Laura Street, Jacksonville, Florida 32206.

III.

The period of duration for the Company shall be perpetual.

IV.

The name and the street address of the initial registered agent is:

Craig Van Horn
1848 Laura Street
Jacksonville, FL 32206

V.

The Company is to be managed by managers, and the names and addresses of such
managers are:

Bradford C. Nelson
1848 Laura Street
Jacksonville, FL 32206

Craig Van Horn
151 Hale Street
Atlanta, GA 30367

VI.

Members of the Company may admit additional members on such terms and conditions
as approved by a vote of a majority of the membership interests.

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VII.

The remaining members of the Company may continue the business of the Company on the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of any event which terminates the continued membership of a member in the Company upon the affirmative vote of two-thirds ($\frac{2}{3}$) of the membership interests.

VIII.

The undersigned authorized representative of Symbiosis Investments, LLC (a Georgia limited liability company), the sole member of the Company, certifies:

- (1) the above named Company has at least one member;
- (2) the total amount of cash contributed by the member is \$1,000.00;
- (3) no property has been contributed by the member; and
- (4) the total amount of cash and property contributed and anticipated to be contributed by the member is \$1,000.00.

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.

SYMBIOSIS INVESTMENTS, LLC

Sole Member

By. 

Craig Van Horn
Manager

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**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 Laughing Gull, LLC.
2. The name and the Florida street address of the registered agent are:

Craig Van Horn
1848 Laura Street
Jacksonville, Florida 32206

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.



Craig Van Horn

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