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LAW OFFICES OF  
**PAUL, HASTINGS, JANOFSKY & WALKER LLP**

A LIMITED LIABILITY PARTNERSHIP INCLUDING PROFESSIONAL CORPORATIONS

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March 23, 1999

WRITER'S DIRECT ACCESS

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OUR FILE NO.

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Registration Section  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-03/25/99--01021--001  
\*\*\*285.00 \*\*\*\*285.00

Re: Chapel Plaza, L.L.C.

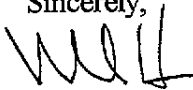
Dear Gentlemen:

I have enclosed the following documents relating to the formation of the above-named entity:

- (1) Articles of Organization;
- (2) Designation of Registered Agent; and
- (3) A check made payable to "Florida Department of State" in the amount of \$285.00 to cover the required filing fees.

Please file the required forms expeditiously. If you have any questions, please contact me at (404) 815-2279.

Sincerely,



Michael D. Haun

for PAUL, HASTINGS, JANOFSKY & WALKER LLP

MDH:/dh  
Enclosures

cc: John Wanamaker

Name	
Availability	
Document Examiner	
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DIVISION OF CORPORATIONS  
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# ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

## ARTICLE I - NAME

The name of the Limited Liability Company is:

CHAPEL PLAZA, L.L.C.

## ARTICLE II - ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

760 S. Volusia Avenue  
Orange City, Florida 32763  
Attn: John Wanamaker, CCIM

## ARTICLE III - DURATION

The period of duration for the Limited Liability Company shall be:

PERPETUAL.

## ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by managers and the names and addresses of such managers who are to serve as managers are:

John Wanamaker  
760 S. Volusia Avenue  
Orange City, Florida 32763

Charles Barry  
760 S. Volusia Avenue  
Orange City, Florida 32763

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## ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of admissions shall be:

The admission of any additional member shall be conditioned upon:

- (1) the consent of all the members; and

- (2) the execution and delivery by such additional members of such instruments, in form and substance reasonably satisfactory to the manager, the members deem necessary or desirable to cause such person to be bound by the terms and provisions of the limited liability company's operating agreement.

#### ARTICLE VI - MEMBERS RIGHTS TO CONTINUE BUSINESS

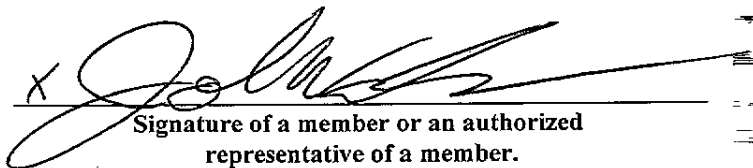
The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The limited liability company shall continue 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. No consent is needed from the remaining members to continue the business.

#### ARTICLE VII - AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of CHAPEL PLAZA, L.L.C. certifies:

- |    |   |           |
|----|---|-----------|
| 1. | the above-named limited liability company has at least one member                                       |           |
| 2. | the total amount of cash contributed by the members is .....  | \$ 200.00 |
| 3. | if any, the agreed value of property other than cash contributed by members is and .....                | \$ -0-    |
| 4. | the total amount of cash and property contributed and anticipated to be contributed by members is ..... | \$ 200.00 |

X   
Signature of a member or an authorized  
representative of a 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.)

John Wanamaker  
Typed or printed name of signer

**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: CHAPEL PLAZA, L.L.C.
2. The name and the Florida street address of the registered agent are: \_\_\_\_\_

John Wanamaker  
760 S. Volusia Avenue  
Orange City, Florida 32763

*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.*

  
JOHN WANAMAKER