

L99000002538

Law Office of  
Teresa Byrd Morgan  
a Professional Association

302 East Duval Street

Lake City, Florida 32055

April 14, 1999

Teresa Byrd Morgan  
Elizabeth A. Martin

Telephone: 904 / 755-1977

Facsimile: 904 / 755-8781

Department of State  
Corporate Records Bureau  
Post Office Box 6327  
Tallahassee, Florida 32314

00989-02688-00001

W99-9493

Re: First South Properties L.L.C.

Dear Sir/Madam:

Please find enclosed herewith the original and executed copy of Articles of Organization of First South Properties Limited Liability Company. Please file the original Articles of Organization, and return a copy to us. Also enclosed is our firm check in the amount of \$250.00 for the filing fee.

Also, please find enclosed Certificate of Designation of Registered Agent/Registered Office, with our firm check in the amount of \$35.00 for the filing fee.

Thank you.

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Very truly yours,

Elizabeth A. Martin

Elizabeth A. Martin  
For the Firm

EAM/ach  
Enclosures

cc: Mr. Michael Darby

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-04/19/99--01127--019

\*\*\*\*\*250.00 \*\*\*\*\*250.00

Name	Availability
Document	Examiner
Updater	Updater
Verityer	Verityer
Acknowledgement	
W. P. Verityer	

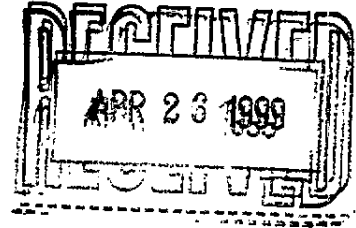
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAY -3 AM 8:15



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 21, 1999

ELIZABETH A. MARTIN  
LAW OFFICE OF TERESA BYRD MORGAN  
302 EAST DUVAL STREET  
LAKE CITY, FL 32055



SUBJECT: FIRST SOUTH PROPERTIES L.L.C.  
Ref. Number: W99000009493

We have received your document for FIRST SOUTH PROPERTIES L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must provide this office with the agreed value and a written description of the property and/or services you refer to in your affidavit. You may amend your affidavit to include this description or include an attachment.

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 699A00020870

ARTICLES OF ORGANIZATION OF  
FIRST SOUTH PROPERTIES LIMITED LIABILITY COMPANY

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

First South Properties, L.L.C.

**ARTICLE II - Address:**

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

Post Office Box 10  
Live Oak, Florida 32060

1416 North Ohio Street  
Live Oak, Florida 32060

**ARTICLE III - Duration:**

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

Perpetual

**ARTICLE IV - Registered Agent:**

The Registered Agent of the Limited Liability Company and the street address of the registered agent is:

Michael M. Darby  
1416 North Ohio Street  
Live Oak, Florida 32060

The written statement accepting appointment as the Registered Agent is attached.

**ARTICLE V - Management:**

The Limited Liability Company is to be managed by a manager and the name and address of the manager is:

First South, Inc.  
1416 North Ohio Street  
Live Oak, Florida 32060

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 MAY -3 AM 8:15

#### **ARTICLE VI - Admission of Additional Members:**

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

Additional members may be admitted, subject to manager's approval.

#### **ARTICLE VII - Members' Right 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 that terminates the continued membership of a member in the limited liability company shall be:

The remaining members will have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or any other occurrence that would not allow a member to continue as a member.

#### **ARTICLE VIII - Limitation on Agency Authority of Members**

Pursuant to section 608.424 of the Florida Limited Liability Company Act, no member of the Company shall be an agent of the Company solely by virtue of being a member, and no member shall have authority to incur debt or contractual liability on behalf of the Company solely by virtue of being a member.

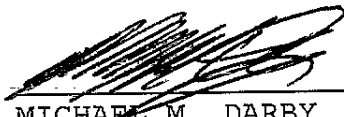
#### **ARTICLE IX - Affidavit of Membership and Contributions**

The undersigned member or authorized representative of a member of First South Properties, Limited Liability Company certifies:

- (1) the above named limited liability company has at least one member;
- (2) the total amount of cash contributed by the members is \$500.00;
- (3) if any, the agreed value of property other than cash contributed by members is: \$545,000.00;
- (4) the total amount of cash and property contributed and anticipated to be

contributed by members is 545,500.00.

IN WITNESS WHEREOF, I have signed these Articles of  
Organization and acknowledge them to be my act this 9 day of  
April, 1999.

  
\_\_\_\_\_  
MICHAEL M. DARBY  
President

INITIAL CAPITAL CONTRIBUTION-PROPERTY

Michael M. and Donna M. Darby shall contribute to the Company that property described as:

3676 Easy Street, Port Charlotte, Florida 33949,  
and more particularly described as:

PORT CHARLOTTE THIRD SECTION, a Subdivision in Charlotte County, Florida, according to the plat thereof, recorded in Plat Book 3, at pages 35A, 35B, and 35C, of the Public Records of Charlotte County, Florida, excluding Tracts L, M, N, O, P and Q,

and having an agreed upon fair market value of: \$40,000.00.

First South, Inc. shall contribute to the Company those properties described as:

1. 1587A West Baya Avenue, Lake City, Florida 32055,  
and more particulary described as:

LOTS 20 and 21, in BLOCK 3, McFARLANE PARK, a Subdivision in the Western Division, City of Lake City, Florida, per map or plat on file in Office of Circuit Court, Columbia County, Florida, situate in NE 1/4 of Section 31, Township 3 South, Range 17 East, LESS AND EXCEPT THAT PART DEEDED TO STATE OF FLORIDA IN OFFICIAL RECORDS BOOK 349, PAGES 722-723, public records, Columbia County, Florida,

and having an agreed upon fair market value of: \$90,000.00; and

2. 1587B West Baya Avenue, Lake City, Florida 32055,  
and more particularly described as:

Lots 18 and 19, Block 3, McFARLANE PARK SUBDIVISION, in the Western Division of the City of Lake City, Florida, according to the Official Map or plat thereof, recorded in the office of the Clerk of the Circuit Court for Columbia County, Florida, in Plat Book B, page 5,

and having an agreed upon fair market value of: \$50,000.00; and

3. 212 East Green Street, Perry, Florida 32347,

and more particularly described as:

Lot Twenty-six(26) of Block two (2) of the Original Town of Perry, Florida, LESS five (5) feet East and West by one hundred fifteen and one-half (115 1/2) feet North and South on the West side of said lot, a plat of which said Original Town of Perry, Florida, is of record in the office of the Clerk of the Circuit Court of Taylor County, Florida,

and having an agreed upon fair market value of: \$125,000.00; and

4. 1416 North Ohio Avenue, Live Oak, Florida 32060,

and more particularly described as:

Part of the W 1/2 of the SW 1/4 of Section 13, Township 2 South, Range 13 East, being more particularly described as follows: For point of reference, commence at the Southeast corner of said W 1/2 of the SW 1/4 and run thence North 00°59'05" West, along the East line of said W 1/2 of the SW 1/4, a distance of 1789.82 feet; thence run South 88°25'55" West a distance of 199.11 feet to the Easterly right-of-way line of U.S. Highway 129; thence run South 29°28'25" West, along said Easterly right-of-way line, a distance of 37.73 feet to the POINT OF BEGINNING; thence run South 01°37'35" East a distance of 408.75 feet; thence run North 60°31'35" West a distance of 211.13 feet to said Easterly right-of-way line; thence run North 29°28'25" East, along said Easterly right-of-way line, a distance of 350.00 feet to the POINT OF BEGINNING,

and having an agreed upon fair market value of: \$240,000.00.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

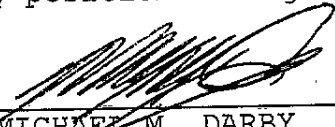
1. The name of the Limited Liability Company is:

First South Properties, L.L.C.

2. The name and the Florida street address of the registered agent and registered office are:

Michael M. Darby  
1416 North Ohio Street  
Live Oak, Florida 32060

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.

  
\_\_\_\_\_  
MICHAEL M. DARBY  
Registered Agent