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**LIMITED LIABILITY COMPANY**

**HARBOUR TOWN INVESTMENTS V-395, L.L.C.**

|                       |          |
|-----------------------|----------|
| Certificate of Status | 0        |
| Certified Copy        | 0        |
| Page Count            | 03       |
| Estimated Charge      | \$285.00 |

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY**

**ARTICLE I - Name**

The name of the limited liability company is: HARBOUR TOWN INVESTMENTS V-395, L.L.C..

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:  
801 North Armenia Avenue  
Tampa, Florida 33609.

**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 the members and the names and addresses of the managing members are:

| <u>Name</u>       | <u>Address</u>                                   |
|-------------------|--|
| Gordon A. McBride | 801 North Armenia Avenue<br>Tampa, Florida 33609 |
| Forrest Boushall  | 801 North Armenia Avenue<br>Tampa, Florida 33609 |
| David Burns       | 801 North Armenia Avenue<br>Tampa, Florida 33609 |
| Jean Homan        | 801 North Armenia Avenue<br>Tampa, Florida 33609 |
| Dean Adkins       | 801 North Armenia Avenue<br>Tampa, Florida 33609 |
| Daniel Cook       | 801 North Armenia Avenue<br>Tampa, Florida 33609 |

Prepared by: Stephen B. Straske II, Esquire  
Hill, Ward & Henderson, P. A.  
P. O. Box 2231, Tampa FL 33601-2231  
(813) 221-3900  
Florida Bar Number 060070

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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 the admissions shall be upon the unanimous consent of the members.


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 upon the unanimous consent to the remaining members.

ARTICLE VII - Affidavit of Membership and Contributions

The undersigned member or authorized representative of a member of HARBOUR TOWN INVESTMENTS V-395, 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 member(s) is \$100,000.00
- 3) if any, the agreed value of property other than cash contributed  
by member(s) is: \$0;  
(A description of the property is attached and made a part hereto.); and
- 4) the total amount of cash and property contributed and anticipated  
to be contributed by the member(s) is \$100,000.00.

  
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.)

Gordon A. McBride

Typed or printed name of signee

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or SECTION 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:  
HARBOUR TOWN INVESTMENTS V-395, L.L.C..
2. The name and the Florida street address of the registered agent and office are:

Stephen B. Straske II  
101 East Kennedy Boulevard  
Suite 3700  
Tampa, Florida 33602

*Having been named 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.*

  
Stephen B. Straske II

Date: July 19, 1999