

L99000005346

TRANSMITTAL LETTER

August 20, 1999

700002969247--5
-08/25/99--01015--005
*****250.00 *****250.00

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

700002969247--5
-08/25/99--01015--004
*****35.00 *****35.00

Old South Realty, L.L.C.

Enclosed please find an original and one copy of the following documents:

Articles of Organization for Old South Realty, L.L.C.

Affidavit of Membership and Contributions

A filing fee of \$250 for the Articles and Affidavit

Certificate of Designation of Registered Agent/Registered Office

A filing fee of \$35 for the Designation of Registered Agent

In the event there are any questions please contact me:

Peter J. Apol, Jr.
1301 Riverplace Boulevard
Suite 1840
Jacksonville, Florida 32207

(904) 399-4499

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
25 AUG 25 AM 8:29

mtw
8/27

ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I Name

The name of this Limited Liability Company shall be Old South Realty, L.L.C.

ARTICLE II Duration

The effective date shall be August 20, 1999 and the period of duration for Old South Realty, L.L.C. shall be perpetual.

ARTICLE III Purpose

Old South Realty, L.L.C. is created to engage in any lawful act, business or activity for which limited liability companies may be formed under the laws of the State of Florida and to do any and all other things which are necessary, desirable or incidental to the foregoing purpose.

ARTICLE IV Address

The mailing address and the principal office Old South Realty, L.L.C. shall be 1301 Riverplace Boulevard, Suite 1840, Jacksonville, FL 32207

ARTICLE V

The initial registered agent of Old South Realty, L.L.C. shall be Barry B. Ansbacher, P.A. whose address is 1301 Riverplace Boulevard, Suite 2450, Jacksonville, Florida 32207.

ARTICLE VI Management

Old South Realty, L.L.C. shall be managed by a manager. The initial manager and his address shall be Commercial Florida Realty Management, Inc., whose address is 1301 Riverplace Boulevard, Suite 1840, Jacksonville, Florida 32207

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
AUG 27 AM 8:00

ARTICLE VII
Admission of Additional Members

The members shall have the discretion to admit additional members by unanimous vote of the members.


ARTICLE VIII
Members Rights to Continue Business

The members shall have the right to continue Old South Realty, L.L.C. in the event any future member dies, retires, resigns or otherwise is unable to continue


IN WITNESS WHEREOF, these Articles of Organization have been executed by the authorized representative of the members.

STATE OF FLORIDA
COUNTY OF DUVAL

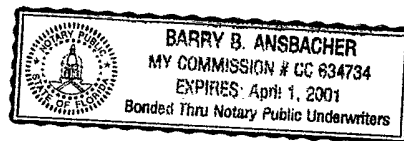
The foregoing instrument was acknowledged before me this 23rd day of August, 1999, by Peter J. Apol, Jr., who is personally known to me.



Peter J. Apol, Jr.



Print Name: _____
Notary Public, State of Florida
My Commission expires: _____



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 AUG 25 PM 8:30

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned authority of Old South Realty, L.L.C., Peter J. Apol, Jr., 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: **\$ 100.00;**
- 3.) the agreed value of property other than cash contributed by members 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 members is: **\$ 100.00.**



Peter J. Apol, Jr.

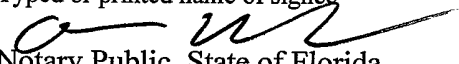
(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury the facts stated herein are true.)

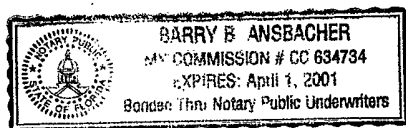
Sworn and subscribed before me

This 23rd day of August, 1999,
By Peter J. Apol, Jr., who is personally
known to me.

Peter J. Apol, Jr.

Typed or printed name of signer


Notary Public, State of Florida
My Commission Expires:



Filing Fee: \$250.00 for Articles and Affidavit

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
9 AUG 25 AM 8:30

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

PURSUANT TO THE PROVISIONS OF SECTION 606.415 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 **Old South Realty, L.L.C.**

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

Barry B. Ansbacher, P.A.
1301 Riverplace Boulevard
Suite 2450
Jacksonville, Florida 32207

Having been named as the registered agent and to accept service of process for the above state limited 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 positions as registered agent.

Barry B. Ansbacher, P.A., Registered Agent

By: _____

Barry B. Ansbacher, President

August 20, 1999

Filing Fee: \$35 for Designation of Registered Agent

29 AUG 25 AM 8:30

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS