

L99000005760

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September 14, 1999

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

000002986730--6
-09/14/99--01031--025
****337.50 ****337.50

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF ORGANIZATION**, along with a check in the amount of **\$337.50** for the applicable filing fees and fees to obtain a **CERTIFIED COPY** of the **ARTICLES OF ORGANIZATION** for the following entity:

THE MAITLAND LOOP, LLC

Upon receipt, please "date stamp" the copy of this letter provided, and call Ann Cotroneo at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Name	MJH
Availability	
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

KBP/amc
Enclosures
GHCORP/GHR.225
Stiglitz/5068-2

Very truly yours,

Kelly B. Plante
Kelly B. Plante

RECEIVED
99 SEP 14 AM 11:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 14 AM 9:31

**ARTICLES OF ORGANIZATION
OF
THE MAITLAND LOOP, LLC**

The undersigned, desiring to form a Limited Liability Company pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act") hereby adopts the following Articles of Organization:

ARTICLE I - Name:

The name of the Limited Liability Company is:

THE MAITLAND LOOP, LLC

ARTICLE II - Address:

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

1 San Jose Place, Suite 1
Jacksonville, Florida 32257

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and shall continue perpetually.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a Board of Managers, and the names and addresses of the initial Board of Managers are as follows:

John Blexrud
202 Colony Springs Lane
Maitland, Florida 32751

George M. Schneider
1 San Jose Place, Suite 1
Jacksonville, Florida 32257

Terryl Schneider
1 San Jose Place, Suite 1
Jacksonville, Florida 32257

ARTICLE V - Admission of Additional Members:

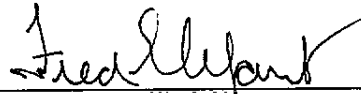
No additional members shall be admitted to the Limited Liability Company without unanimous consent of all other members, which consent shall be given or withheld in the sole and absolute discretion of the other members.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 SEP 14 AM 9:32

ARTICLE VI - Member Rights to Continue Business:

The right of the member(s) of the Limited Liability Company to continue the business of the Limited Liability Company upon 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 established by the regulations of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization as of the ____ day of September, 1999.

A handwritten signature in cursive script, appearing to read "Fred Elephant", is written over a horizontal line.

Fred Elephant, Authorized
Representative of a Member

**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 IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Limited Liability Company is: THE MAITLAND LOOP, LLC
2. The name and address of the registered agent and office is:

Fred Elefant

(NAME)

1650 Prudential Drive, Suite 105

(P. O. BOX NOT ACCEPTABLE)

Jacksonville, Florida 32201

(CITY/STATE/ZIP)

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.

By: _____



9-10, 1999

(DATE)

Filing Fee: \$35 for Designation of Registered Agent

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

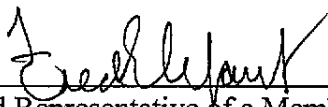
The undersigned, being an authorized representative of a member of THE MAITLAND LOOP, LLC hereby certifies the following:

- 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
- 3.) If any, the agreed value of property other than cash contributed by the member(s) is: \$ 0

A description of the property is as follows: n/a

- 4.) The total amount of cash and property contributed and anticipated to be contributed by the member(s) is: \$ 450,000

This total includes amounts from 2 and 3 above. --



Fred Elephant, 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.)