

L99000006537

TRANSMITTAL LETTER

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: Elk Springs, L.C.

000003007590--7
-10/06/99-01077-007
***155.00 ***155.00

Enclosed is an original and one (1) copy of the Articles of Origination and a check for:

- \$100.00 Filing Fee for Articles of Origination...
- \$ 25.00 Designation of Registered Agent
- \$ 30.00 Certified Copy

- \$155.00 TOTAL ENCLOSED

FROM: Kathy Howell/AccountAbility of Brevard
2036 Abalone Avenue
Indialantic, FL 32903
(407) 727-1005, ext. 122

FILED
99 OCT -6 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-11-99

ARTICLES OF ORGANIZATION
OF
ELK SPRINGS, L.C.

FILED
99 OCT -6 AM 10:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned two or more persons hereby adopt these Articles of Organization in order to form a limited liability company under Chapter 608 of the Florida Statutes.

ARTICLE I

The name of this limited liability company shall be ELK SPRINGS, L.C. (the "Company").

ARTICLE II

The Company shall commence upon the execution of these Articles and shall exist perpetually.

ARTICLE III

The purpose of the Company is to engage in any lawful business activity that is not prohibited with respect to a limited liability company organized according to the laws of the State of Florida.

ARTICLE IV

The initial street and mailing address of the principal place of business of the Company is 1688 W. Hibiscus Blvd., Melbourne, Florida 32901.

ARTICLE V

The initial address in Florida of the initial registered office of the Company is 1688 W. Hibiscus Blvd., Melbourne, Florida 32901, and the name of the initial registered agent of the Company at that address is Arthur F. Evans III.

ARTICLE VI

Additional Members may be admitted at such times and on such terms and conditions as all Members may unanimously agree and as provided in the regulations of the Company.

ARTICLE VII

The remaining members of the Company may continue the business upon 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 Company upon unanimous agreement and as provided in the regulations of the Company provided there are at least two (2) remaining Members.

ARTICLE VIII

Management of the Company is reserved to the Members. The names and addresses of the Members are as follows:

Kirk W. Kessel
2055 Highway A1A, #204
Indian Harbour Beach, FL 32937

Arthur F. Evans III
3900 Riverside Drive
Indialantic, FL 32903

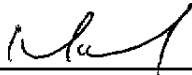
ARTICLE IX

The Members of the Company shall adopt regulations which shall contain provisions for the management of the business and the regulation of the affairs of the Company that are not inconsistent with the Articles or the laws of the State of Florida.

ARTICLE X

The Company shall have the power to amend or supplement these Articles of Organization when approved by unanimous vote of the Members.

IN WITNESS WHEREOF, the undersigned have made and subscribed to the Articles of Organization, this 1 day of OCTOBER, 1999.



Kirk W. Kessel



Arthur F. Evans III

99 OCT -6 AM 10:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for the said limited liability company.

Arthur F. Evans III
Registered Agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

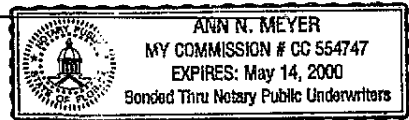
99 OCT -6 AM 10:07

FILED

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 1 day of OCTOBER, 1999 by Kirk W. Kessel. He is personally known to me or produced PERSONALLY KNOWN as identification and did not take an oath.

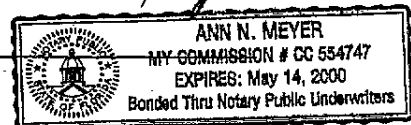
Notary Public
Printed Name:
My commission expires:



STATE OF FLORIDA
COUNTY OF BREVARD

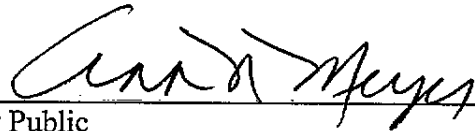
The foregoing instrument was acknowledged before me this 1 day of OCTOBER, 1999 by Arthur F. Evans III. He is personally known to me or produced PERSONALLY KNOWN as identification and did not take an oath.

Notary Public
Printed Name:
My commission expires:



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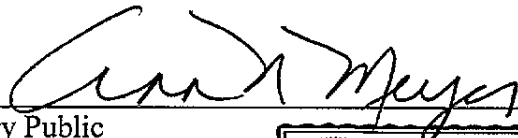


Notary Public
Printed Name: _____
My commission expires: _____



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