

L99000007317

McCarthy, Summers, Bobko, McKey, Wood & Sawyer, P.A.
Attorneys at Law

Noel A. Bobko
Nicola Jaye Boone***
Robert N. Maitland, II
Terence P. McCarthy**
John D. McKey, Jr.
Steven L. Perry
Thomas R. Sawyer**
Robert P. Summers**
Steven J. Wood*

2081 E. Ocean Boulevard
Second Floor
Stuart, Florida 34996

Tel 561 286-1700
Fax 561 283-1803

E-Mail: info@mcsumm.com
http://www.mcsumm.com

*** Board Certified Elder Law Lawyer
** Board Certified Real Estate Lawyer
* Board Certified Wills, Trusts & Estates Lawyer

October 28, 1999

Florida Department of State
Division of Corporations
Corporate Records Bureau
409 E. Gaines Street
Tallahassee, Florida 32399

VIA FEDERAL EXPRESS

600003029276--1
-10/29/99--01063--005
****130.00 ****130.00

Re: Zenith Godley, L.L.C., a Florida limited liability company

MJH

Gentlemen:

Enclosed please find an original and one (1) photocopy of the Articles of Organization for the captioned company.

Once the enclosed has been filed with your office, please return a certified copy of the Articles of Organization showing the filing information, as well as a certificate of good standing for the company.

Finally, I have also enclosed this firm's check in the amount of \$130.00 representing payment of:
(i) the filing fees of \$125.00; and (ii) the \$5.00 cost for issuing the certificate of good standing.

Thank you for your attention to the above, and if you have any questions, concerns or problems with the enclosed, please telephone me at your earliest convenience.

Sincerely,


Thomas R. Sawyer

TRS/kc
Enclosures

cc: J. Donald McClay

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 29 AM 11:04

**ARTICLES OF ORGANIZATION FOR
ZENITH GODLEY, L.L.C.**

The undersigned hereby adopt these Articles of Organization and hereby form a Limited Liability Company under the laws of the State of Florida.

ARTICLE 1 - Name:

The name of the Limited Liability Company is:

Zenith Godley, L.L.C.

ARTICLE II - Address:

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

**4233 NE Skyline Drive
Jensen Beach, FL 34957**

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 its Managing Member and the name and address of the managing member is:

**J. Donald McClay
4233 NE Skyline Drive
Jensen Beach, FL 34957**

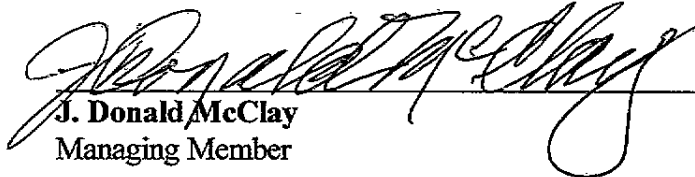
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 29 AM 11:04

ARTICLE V - Initial Registered Agent:

The name and street address of the initial registered agent in the State of Florida is:

J. Donald McClay
4233 NE Skyline Drive
Jensen Beach, FL 34957

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization effective this 26th day of October, 1999.


J. Donald McClay
Managing Member

STATE OF FLORIDA

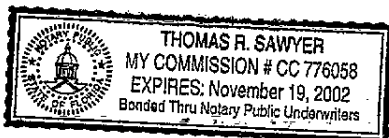
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 26th day of October, 1999, by J. Donald McClay, the Managing Member of Zenith Godley, L.L.C., a Florida limited liability company, on behalf of the company, who is personally known to me and who did not take an oath.


Name: _____

(NOTARY SEAL)

I am a Notary Public of the State of Florida
having a commission number of _____
and my commission expires: _____



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

1. The name of the limited liability company is:

Zenith Godley, L.L.C.

2. The name and address of the registered agent and office is:

**J. Donald McClay
4233 NE Skyline Drive
Jensen Beach, FL 34957**

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.

Dated: October ____, 1999


J. Donald McClay
Registered Agent

Thomas R. Sawyer, Esq.
FL BAR # 0603988
McCarthy, Summers, Bobko, McKey,
Wood & Sawyer, P.A.
2081 E. Ocean Blvd., 2nd Floor
Stuart, FL 34996
(561) 286-1700