



THE UNITED STATES
CORPORATION
COMPANY

99000008014

ACCOUNT NO. : 072100000032

REFERENCE : 487955 7113701

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : November 19, 1999

ORDER TIME : 11:36 AM

ORDER NO. : 487955-005

CUSTOMER NO: 7113701

CUSTOMER: William E. Doyle, Esq
WILLIAM E. DOYLE, P.A.
WILLIAM E. DOYLE, P.A.
Suite 201
2002 Southside Boulevard
Jacksonville, FL 32216

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****125.00 ****125.00

W99-26730

DOMESTIC FILING

NAME: 2002 PROPERTIES, L.C.

EFFECTIVE DATE: -

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

____ CERTIFIED COPY
XX PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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11/22



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 19, 1999

CSC
ATTN: JEANINE REYNOLDS

SUBJECT: 2002 PROPERTIES, L.C.
Ref. Number: W99000026730

RESUBMIT
Please give original
submission date as file date.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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We have received your document for 2002 PROPERTIES, L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Article IX indicates that William E. Doyle, P.A., the corporation, is the registered agent. Part of the attached statement (last page) indicates the same, but it also indicates that Mr. Doyle as an individual is the agent. He has signed the attachment as an individual. Please correct the document so that it is consistent throughout.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 999A00055668

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION

OF

2002 PROPERTIES, L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles of Organization shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **2002 PROPERTIES, L.C.**, and its principal office and mailing address shall be located at 2002 Southside Blvd., City of Jacksonville, County of Duval, State of Florida 32216, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. The mailing address shall be the same as the principal office address.

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ARTICLE II
PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, goodwill, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

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4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

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6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise and power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise or do.

ARTICLE III

EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the

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authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a majority vote of the members of the limited liability company.

ARTICLE IV

MANAGEMENT

The limited liability company shall be managed by its one (1) manager, William E. Doyle, 13465 Princess Kelly Drive, Jacksonville, Florida 32225. Management of this limited liability company is reserved to its manager and members, whose names and addresses are as follows:

Robert D. Singletary, 3012 Warminister Court, Jacksonville, Florida 32225

Patrick M. Singletary, 318 4th Street, Atlantic Beach, Florida 32233

William E. Doyle, 13465 Princess Kelly Drive, Jacksonville, Florida 32225

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ARTICLE V **MEMBER RESTRICTIONS**

Members shall have the right to admit new members by majority consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with majority written consent of all members.

On 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, the remaining members shall have the right to continue the business on majority consent of the remaining members.

ARTICLE VI

CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$425,000.00 cash shall be paid to the limited liability company. Additional contributions will be made as required for investment purposes, as determined by majority consent of the members.

ARTICLE VII

PROFITS AND LOSSES

(a) **Profit Sharing.** The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to a percentage of the distributive share of the profits as follows:

- i. Robert D. Singletary - 33 1/3%
- ii. Patrick M. Singletary - 33 1/3%
- iii. William E. Doyle - 33 1/3 %

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The distributive share of the profits shall be determined and paid to all the members each year quarterly from the date of the commencement of business of the limited liability company, or as otherwise consented to by a majority of the members.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members on the basis of each members' relative capital account.

ARTICLE VIII

DURATION

The period of duration for the limited liability company is perpetual beginning on the date these Articles of Organization are filed by the Florida Department of State, or as the case may be, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX

INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2002 Southside Blvd., Suite 201, Jacksonville, Duval County, Florida 32216, and the name of the company's initial registered agent at that address is William E. Doyle Esquire.

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The undersigned, being the original members of the limited liability company,
certify that this instrument constitutes the proposed Articles of Organization of **2002**
PROPERTIES, L.C.

Executed by the undersigned at 2002 Southside Blvd., Suite 201, Jacksonville,
Florida 32216 this 18th day of November, 1999.

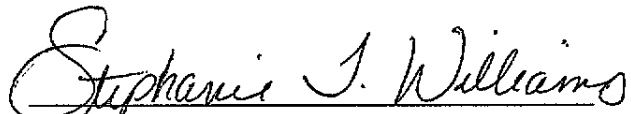


WILLIAM E. DOYLE

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 18th day of
November, 1999, by William E. Doyle, who is personally known to me and who did
or did not take an oath.

NOTARY PUBLIC - STATE OF FLORIDA
STEPHANIE T. WILLIAMS
COMMISSION # CC815717
EXPIRES 9/15/2002
BONDED THRU ASA 1-888-NOTARY1



Notary Public, State of Florida
My Commission expires:

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TALLAHASSEE FLORIDA

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

**STATE OF FLORIDA
COUNTY OF DUVAL**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida.

The name of the limited liability company is **2002 PROPERTIES, L.C.**

The name of the registered agent for **2002 PROPERTIES, L.C.** is William E. Doyle, P.A. and the street address of the agent is 2002 Southside Blvd., Suite 201, Jacksonville, Florida 32216. The principal office of the company is 2002 Southside Blvd., Jacksonville, Florida 32216.

This statement is to acknowledge that, as indicated above, **2002 PROPERTIES, L.C.** has appointed William E. Doyle, Esquire, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 this 18th day of November, 1999.

**STATE OF FLORIDA
COUNTY OF DUVAL**



WILLIAM E. DOYLE, ESQUIRE

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CLERK OF STATE
TALLAHASSEE FLORIDA

The foregoing instrument was acknowledge before me this 18th day of November, 1999 by William E. Doyle, Esquire, agent on behalf of **2002 PROPERTIES, L.C.**, a limited liability company. Mr. Doyle is personally known to me and who did or did not take an oath.

NOTARY PUBLIC - STATE OF FLORIDA
STEPHANIE T. WILLIAMS
COMMISSION # CC815717
EXPIRES 9/15/2002
BONDED THRU ASA 1-888-NOTARY1



Notary Public, State of Florida
My Commission Expires: