

**L01000013662**

S. Stone  
422 S. Pineapple Dr  
Pace, FL 32571  
(850) 436-6605

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

**RE: Bryson Holdings, L.L.C. Articles of Organization**

Dear Sir or Madam:

Please find enclosed three copies of the Articles of Organization for Bryson Holdings along with a check for the filing fee and designation of the registered agent. Should anything else be required please contact me at the above listed address or phone number.

Best regards,



Scott Stone

700004531067--2  
-08/13/01--01120--011  
\*\*\*\*125.00 \*\*\*\*125.00

FILED  
01 AUG 13 PM 5:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L01-13662  
OR

ARTICLES OF ORGANIZATION  
OF  
BRYSON HOLDINGS, L.L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be BRYSON HOLDINGS, L.L.C.

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company is Suite 101(A), 226 South Palafox, Pensacola, Florida 32501.

ARTICLE III -- DURATION

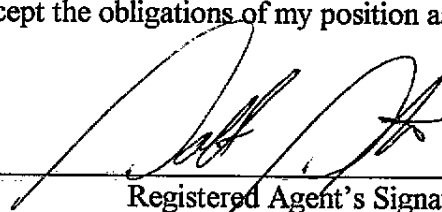
The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are:

S. Scott Stone  
Suite 150  
125 W. Romana Street  
Pensacola, Florida 32501

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 as provided for in Chapter 608, F.S..



Registered Agent's Signature

01 AUG 13 PM 5:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
FILED

## ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A".

## ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members, or as provided in the regulations.

## ARTICLE VII -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless 100% of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

## ARTICLE VIII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

## ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The members listed below are authorized to acquire, mortgage, or dispose of property on behalf of the company. The names and addresses of the members of the company are:

Kenneth E. Granger III  
404 E. Sunset Avenue  
Pensacola, Florida 32507

James Bryan Finch Jr.  
3408 Wellington Road  
Pensacola Florida 32504

FILED  
01 AUG 13 PM 2:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA


ARTICLE X- DISTRIBUTIONS

The limited liability company may from time to time distribute its property to its members in accordance with this operating agreement, except that no distribution may be made if after the distribution the limited liability company would not be able to pay its debts as they become due in the usual course of business, or the limited liability company's total assets would be less than the sum of its total liabilities (except liabilities to members on account of their contributions, unless otherwise provided in the Articles of Organization). The distributions, when made, must be allocated on the basis of each member's relative capital account. The managing member(s) (or manager(s) if applicable) may base a determination that a distribution is proper either on financial statements prepared on the basis of accounting practices and principles that are reasonable in the circumstances or on a fair valuation or other method that is reasonable in the circumstances. In the case of any distribution based upon such valuation, each such distribution shall be identified as a distribution based upon a current valuation of assets, and the amount distributed shall be disclosed to the receiving members concurrent with their receipt of the distribution.

ARTICLE XI- WITHDRAW/REDUCTION OF CAPITAL CONTRIBUTIONS

A member may withdraw from the limited liability company upon not less than six (6) month's prior written notice on each non withdrawing member at the records for each such non withdrawing member appearing on the limited liability company's records. Upon withdrawal, a withdrawing member is entitled to receive any distribution to which he is entitled under the Articles of Organization and within the operating agreement hereunder. At the minimum, the withdrawing member is entitled to receive the balance of such member's capital account within a reasonable time after withdrawal; however, such a withdrawing member may not receive a distribution from the limited liability company to the extent that after giving effect to the distribution, all liabilities of the limited liability company (other than liabilities to members on account of their ownership interests) exceed the value of the limited liability company's assets. Irrespective of the nature of a member's contribution, a member has only the right to demand and receive cash in return for such member's contribution to capital. If a member receives the return of any part of such member's contribution, such member is subject to potential liability for and in the amount set forth in Florida Statute 608.428.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Escambia County, Pensacola, Florida, on August 7th, 2001

  
Kenneth E. Granger III.

FILED  
01 AUG 13 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

James B. Finch Jr.  
James Bryan Finch Jr.

Kenneth E. Granger, III

Sworn to and subscribed before me this 7 day of August, 2001, by James Bryan Finch, Jr.

Notary Public -- State of Florida

Julie K. Wilson  
Julie K. Wilson

Personally Known   
OR  
Produced Identification

Type of Identification Produced id / #

(Seal)



FILED  
01 AUG 13 PM 5:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA