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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

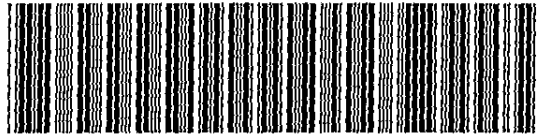
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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~~W02-35641~~

EB  
1-22-03



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

January 7, 2003

RUSSELL G. MARLOWE, ESQ.  
DAVIS & MARLOWE, P.A.  
8726 OLD COUNTY RD. 54, STE. E  
NEW PORT RICHEY, FL 34653

SUBJECT: S.P.J. PROPERTIES, LLC  
Ref. Number: W02000035641

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

You failed to make the correction(s) requested in our previous letter.

The document must contain the entity's complete mailing address.

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) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 903A00000686

RECEIVED  
JAN 10 2003  
CORPORATION  
DIVISION



FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

December 23, 2002

RUSSELL G. MARLOWE, ESQ.  
DAVIS & MARLOWE, P.A.  
8726 OLD COUNTY RD. 54, STE. E  
NEW PORT RICHEY, FL 34653

SUBJECT: S.P.J. PROPERTIES, LLC  
Ref. Number: W02000035641

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

The document must contain the entity's complete mailing address.

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 245-6025.

Trevor Brumbley  
Document Specialist

Letter Number: 302A00067040

RECEIVED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
302A00067040  
DEC 23 2002

December 18, 2002

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

**SUBJECT: S.P.J. Properties, LLC**

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

<input checked="" type="checkbox"/> \$100.00 Filing Fee	<input checked="" type="checkbox"/> \$25.00 Designation of Registered Agent	<input type="checkbox"/> \$30.00 Certified Copy	<input type="checkbox"/> \$5.00 Certificate of Status
ADDITIONAL COPY REQUIRED			

From: Davis & Marlowe, P.A.  
8726 Old County Road 54, Suite E  
New Port Richey, FL 34653  
Daytime Phone: (727) 376-3330

**NOTE: Please provide the original and one copy of the articles.**

Sincerely:

Davis & Marlowe, P.A.

By: \_\_\_\_\_  
RUSSELL G. MARLOWE, ESQ.

Enclosures

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL  
DEC 19 2002

**ARTICLES OF  
ORGANIZATION OF S.P.J. PROPERTIES, LLC**

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 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 S.P.J. PROPERTIES, LLC, and its principal office shall be located at 5441 Provost Drive in the City of Holiday, County of Pasco, State of Florida, 34690, and its mailing address is 5441 Provost Drive, Holiday, Florida, 34690, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**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, good will, 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.
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, or 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.

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 any 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 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 unanimous vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows: Stephen J. Miklos, 6725 River Road, New Port Richey, FL 34652, Peter

RECORDED  
INDEXED  
MAY 22 1994  
FILED  
CLERK OF COUNTY  
OFFICE

Wagner, 2147 Colusa Court, Palm Harbor, FL 34683, and John F. Thompson, 14309 Brentwood Drive, Tampa, FL 33618

## ARTICLE V

### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous 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 unanimous 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 unanimous consent of the remaining members.

## ARTICLE VI

### CAPITAL CONTRIBUTIONS

Capital contributions in the amount of \$6,000.00 cash shall be paid to the limited liability company by the three members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

## 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 an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company.

(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 in equal shares.

RECORDED  
INDEXED  
FEB 23 2011  
11:00 AM  
STATE OF FLORIDA  
CLERK OF THE CIRCUIT COURT  
IN AND FOR THE COUNTY OF PALM BEACH

**ARTICLE VIII**

**DURATION**

This limited liability company shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

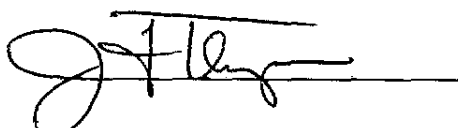
**ARTICLE IX**

**INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the limited liability company is 8726 Old County Road 54, Suite E, New Port Richey, Pasco County, Florida., and the name of the company's initial registered agent at that address is Russell G. Marlowe.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of S.P.J. PROPERTIES, LLC


Executed by the undersigned at 8726 Old County Road 54, Suite E, New Port Richey, FL 34653



STATE OF FLORIDA  
COUNTY OF PASCO

Sworn to (or affirmed) and subscribed before me this 10 day of Dec., 2002 by

John F. Thompson

  
Notary Public – State of Florida.

03 JAN 20 09 31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Personally Known OR  
 Produced Identification

\_\_\_\_\_ Type of Identification Produced



Russell G. Marlowe  
MY COMMISSION # DD126345 EXPIRES  
July 20, 2006  
BONDED THRU TROY FAJN INSURANCE, INC



Statement designating registered agent and office.

State of Florida )  
County of Pasco ) ss

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 S.P.J. PROPERTIES, LLC.

The name of the registered agent for S.P.J. PROPERTIES, LLC is Russell G. Marlowe and the street address of the company's principal office where the agent is located is 8726 Old County Road 54, Suite E, New Port Richey, FL 34653.

This statement is to acknowledge that, as indicated above, S.P.J. PROPERTIES, LLC has appointed me, Russell G. Marlowe, 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 12/18/02

RUSSELL G. MARLOWE

STATE OF FLORIDA  
COUNTY OF PASCO

Sworn to (or affirmed) and subscribed before me this 18th day of December, 2002 by Russell G. Marlowe.

Pamela J. DeMorrow  
Notary Public - State of Florida.

Personally Known OR  
Produced Identification  
Type of Identification Produced



Pamela J. DeMorrow  
MY COMMISSION # CC890835 EXPIRES  
November 28, 2003  
BONDED THRU TROY FAIN INSURANCE, INC.