



L98000001126

ACCOUNT NO. : 072100000032

REFERENCE : 895385 4323655

AUTHORIZATION :

Patricia Pujot

COST LIMIT : \$ 285.00

ORDER DATE : July 17, 1998

ORDER TIME : 11:26 AM

ORDER NO. : 895385-005

CUSTOMER NO: 4323655

CUSTOMER: Preston O. Cockey, Jr., Esq
ANNIS MITCHELL COCKEY EDWARDS
& ROEHN, P.A.
Suite 2100
201 N. Franklin Street
Tampa, FL 33602

600002592156-4

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 17 AM 9:28

DOMESTIC FILING

NAME: LGC, LLC

JS

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

6

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

*MK
7/17/98*

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98 JUL 17 PM 1:54
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ARTICLES OF ORGANIZATION
OF
LGC, LLC

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1. Name. The name of this limited liability company is LGC, LLC, a Florida limited liability company (the "Company").
2. Duration. The Company shall exist from the date of filing of these Articles of Organization with the Department of State until the earlier of fifty (50) years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the unanimous consent of all of the remaining members.
3. Purpose. The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
4. Place of Business. The address of the Company's place of business in the State of Florida is 3225 S. MacDill Avenue, Suite 256, Tampa, Florida 33629. This is also the company's mailing address.
5. Registered Agent and Office. The name of the initial registered agent of the Company is L. Fred Hamilton, II. The street address of the initial registered agent of the Company is 3225 S. MacDill Avenue, Suite 256, Tampa, Florida 33629.
6. Contributions to the Company. The total amount of cash initially contributed to the Company by the members is \$142,500.00. No additional contributions have been agreed upon.
7. Additional Members. Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
8. Termination of Membership. Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.
9. Management of the Company. The management of the Company is reserved to its members. The Company shall be managed in accordance with the regulations and operating agreement adopted by all of the initial members. The names and addresses of the initial members are:

CHARLES B. DEPURY and ANNE J. DEPURY,
as tenants by the entirety
1007 South Sterling Avenue
Tampa, Florida 33629

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T. J. OWNBY and JENIFER C. OWNBY,
as tenants by the entirety
3203 W. Parkland Boulevard
Tampa, Florida 33609

L. FRED HAMILTON, II and NANCY L. HAMILTON,
as tenants by the entirety
3225 S. MacDill Avenue, Suite 256
Tampa, Florida 33629

W. KEITH MARKEY and MARTHA JO MARKEY,
as tenants by the entirety
3057 S.E. Lovejoy Lane
Arcadia, Florida 34265

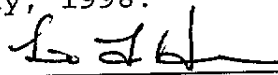
10. Regulations. The members shall have the power to adopt, alter, amend, or repeal regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

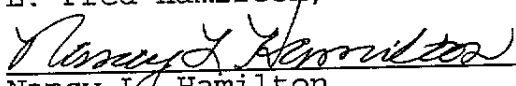
11. Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members unless such member shall have first complied with the Right of First Refusal provisions of the regulations adopted by the members. If the company or the non-transferring members do not elect to purchase the interest, the transferee of the interest of the transferring member shall have the right to become a member and to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

12. Certificated Interests. The members' interests in the Company may be evidenced by certificates.

13. Contracting Debts. The consent of all members shall be required to borrow any money or encumber the Company's property.

The undersigned executed these Articles of Organization effective as of the 15th day of July, 1998.

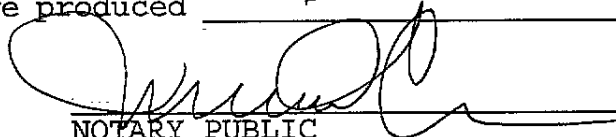


L. Fred Hamilton, II


Nancy L. Hamilton

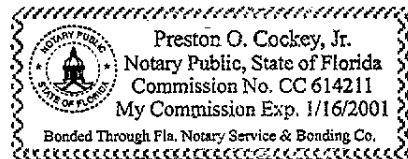
STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this 15th day of July, 1998, before me personally appeared L. Fred Hamilton, II and Nancy L. Hamilton, who are personally known to me to be the persons who executed the above instrument and who acknowledged before me that they executed the above instrument, or who have produced _____ as identification.



NOTARY PUBLIC
Name: PRESTON O. COCKEY, JR.
My Commission Expires: _____

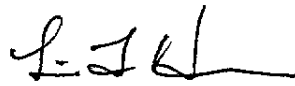
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98 JUL 17 AM 9:29

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



L. Fred Hamilton, II

Dated: July 15, 1998

1388-001-0523025.01

SECRETARY OF STATE
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AFFIDAVIT OF LIMITED LIABILITY COMPANY
PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)

SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JUL 1 9:29 AM

I, L. Fred Hamilton, II, constituting one of the initial members of LGC, LLC, a Florida limited liability company hereinafter referred to as the "Company", who, upon being sworn certify as follows:

1. The Company has at least two (2) members.
2. The members of the Company have contributed a total of \$142,500.00 of cash to the Company and property of an approximate value of \$47,500.00.
3. No property other than the cash and property identified in number 2 and 4 hereof will be contributed.
4. It is not anticipated that any additional cash or property will be contributed in the future by the members of the Company. This results in a total of \$190,000.00 in cash and property contributed to the Company.

Executed this 15th day of July, 1998.

FURTHER AFFIANT SAYETH NOT.

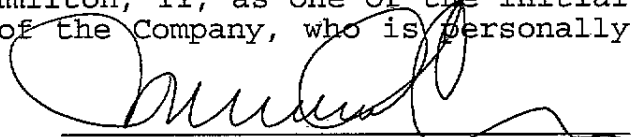
Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

Member:


L. Fred Hamilton, II

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 15th day of July, 1998, by L. Fred Hamilton, II, as one of the initial members of LGC, LLC, on behalf of the Company, who is personally known to me.



NOTARY PUBLIC
Name: PRESTON O. COCKEY, JR.
My Commission Expires: _____

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