

L990000620

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE FL 32301  
22-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: CINDY HICKS

DATE: 2/3

300002763583-5  
-02/03/99--01055--015  
\*\*\*\*337.50 \*\*\*\*337.50

REF. #: 0262.5402

CORP. NAME: Heartland Acquisition, LLC

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 FEB -3 PPM 3:10

- ARTICLES OF INCORPORATION
- ARTICLES OF AMENDMENT
- ARTICLES OF DISSOLUTION
- ANNUAL REPORT
- TRADEMARK/SERVICE MARK
- FICTITIOUS NAME
- CERT. OF AUTHORITY
- LIMITED PARTNERSHIP
- LIMITED LIABILITY
- REINSTATEMENT
- MERGER
- WITHDRAWAL
- CERTIFICATE OF CANCELLATION
- UCC-1
- UCC-3
- OTHER:

199-620  
2/23

STATE FEES PREPAID WITH CHECK# 4239 FOR \$ 337.50.

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

Name	
Availability	
Document Examiner	<i>al</i>
Updater	<i>al</i>
Updater Verifier	<i>al</i>
Acknowledgment	<i>al</i>
W. P. Verifier	<i>al</i>

PLEASE RETURN:

CERTIFIED COPY       CERTIFICATE OF STATUS       PLAIN STAMPED COPY

99 FEB -3 AM 11:22  
DIVISION OF CORPORATION

Examiner's Initials

RECEIVED



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

February 3, 1999

CINDY HICKS  
CCRS

**PLEASE GIVE ORIGINAL SUBMISSION  
DATE AS FILE DATE.**

SUBJECT: HEARTLAND ACQUISITION, LLC  
Ref. Number: W99000002753

We have received your document for HEARTLAND ACQUISITION, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline  
Document Specialist

Letter Number: 199A00004783

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**ARTICLES OF ORGANIZATION  
OF  
HC ACQUISITION, L.L.C.**

The undersigned organizer hereby executes these Articles of Organization (“Articles”) for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I**

**Name**

The name of this limited liability company (the “Company”) shall be:

HC ACQUISITION, L.L.C.

**ARTICLE II**

**Commencement Date and Duration**

This Company shall commence on the date that these Articles are filed by the Florida Secretary of State, all required taxes and fees having been paid, and, unless otherwise stated in the Regulations of the Company (the “Regulations”), its existence shall be perpetual.

**ARTICLE III**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of the Company shall be:

15333 Flight Path Drive  
Brooksville, Florida 34609

**ARTICLE IV**

**Registered Office and Registered Agent**

The initial registered office of the Company shall be located at 15333 Flight Path Drive, Brooksville, Florida, 34609, and the initial registered agent of the Company at such office shall be Harold D. Holder, Jr. The Company shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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**ARTICLE V**

**Admission of Members**

The admission of additional members shall be accomplished only by the unanimous vote of the members, unless otherwise stated in the Regulations of the Company.

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**ARTICLE VI**

**Continuation of Business**

The members may, by majority vote, continue the business of this Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of any member or upon the occurrence of any other event which terminates the continued membership of a member in this Company under applicable law.

**ARTICLE VII**

**Management of Business**

The management of the Company shall be vested entirely in its managers, unless otherwise stated in the Regulations.

**ARTICLE VIII**

**Initial Manager**

The initial manager of the Company shall be the following person, such person to hold office until his successor has been duly elected and qualify. The name and street address of the initial manager are:

<u>Name</u>	<u>Address</u>
Harold D. Holder, Jr.	15333 Flight Path Drive Brooksville, Florida 34609

**ARTICLE IX**

**Regulations**

The power to adopt the Regulations, to alter, amend or repeal the Regulations, or to adopt new Regulations, shall be vested in the members of the Company. The Regulations of the Company shall be for the government of the Company and may contain any provisions or requirements for the management or conduct of the affairs and business of the Company, provided the same are not inconsistent with the provisions of these Articles or contrary to the laws of the State of Florida or of the United States.

**ARTICLE X**

**Amendment of Articles of Organization**

The Company reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Organization in the manner now or hereafter prescribed by statute, and all rights conferred upon the members herein are subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned, pursuant to Section 608.407, Florida Statutes, has executed these Articles for the uses and purposes therein stated.

  
\_\_\_\_\_  
HAROLD D. HOLDER, JR.

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DIVISION OF CORPORATIONS  
99 FEB - 3 PM 3: 10

HC ACQUISITION, L.L.C.

**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

The undersigned, having been named as registered agent to accept service of process for the above-named limited liability company, at the registered office designated in the Articles of Organization, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of the position of registered agent under the laws of the State of Florida.

DATED this 2nd day of February, 1999.

  
HAROLD D. HOLDER, JR.

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HC ACQUISITION, L.L.C.

**AFFIDAVIT OF CAPITAL CONTRIBUTIONS**

The undersigned, Harold D. Holder, Jr., a member of HC Acquisition, L.L.C., a Florida limited liability company (the "Company"), does hereby certify:

1. The Company shall initially have at least one (1) member.
2. The total amount of cash being contributed by the members is \$10.
3. The agreed value of property other than cash being contributed by the members is \$0.
4. The total amount of additional cash and property anticipated to be contributed by the members is \$0.

**DATED** this 2nd day of February, 1999.

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.

  
HAROLD D. HOLDER, JR.

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