

L99000000951

HAROLD E. WOLFE, JR., P.A.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 302, EXECUTIVE CENTRE
2300 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33409-3306

TELEPHONE: (561) 697-4100

FAX: (561) 697-4101

E-MAIL: hewjr@ix.netcom.com

HAROLD E. WOLFE, JR.*

*ADMITTED TO BARS OF:

FLORIDA
GEORGIA
ALABAMA

* FLORIDA BAR BOARD
CERTIFIED TAX ATTORNEY
* FLORIDA BAR BOARD
CERTIFIED ESTATE
PLANNING AND PROBATE
ATTORNEY

December 18, 1998

VIA U.P.S. OVERNIGHT

400002718324--9
-12/21/98-01131-013
****675.00 ****337.50

Secretary of State
Division of Corporations/Partnerships
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

Re: Logsdon/Nicolini of Tampa Limited
Company and Logsdon/Nicolini of
Orlando Limited Company

Dear Sirs:

Enclosed for filing with the Florida Department of State,
Division of Corporations/Partnerships, please find Articles of
Organization for each of the following Florida limited liability
companies:

1. Logsdon/Nicolini of Tampa Limited Company
2. Logsdon/Nicolini of Orlando Limited Company

We would appreciate your filing these Articles of Organization
with the Florida Secretary of State at your earliest convenience
and no later than Tuesday, December 22, 1998 since we are trying
to accomplish certain years' end transactions.

We understand that the fees for filing the Articles of
Organization for a limited liability company are as follows:

Name Availability	
Document Examiner	DCC
Indater	DCC
Indater Verifier	DCC
Acknowledgement	DCC
Indater Verifier	DCC

Filing Fee	\$250.00
Certified Copy Fee	52.50
Registered Agent Designation	35.00
Total	\$337.50

Mr. Wolfe's sec. GAVE
AUTHORIZATION BY PHONE TO
CORRECT Affidavit
DATE 12/18/98
DOC. EXAM. dcc

FILED
DEC 29 1998
TALLAHASSEE, FLORIDA

Same as G54838
W99000029055

L99000000951

HAROLD E. WOLFE, JR., P.A.

Secretary of State
December 16, 1998
Page -2-

Since there are two Articles of Organization being filed, we have enclosed our check in the amount of \$675 to cover the filing fees. We would appreciate a certified copy of both sets of Articles of Organization being returned to us at the address shown on our letterhead. If there are any problems whatsoever regarding the filing of these Articles of Organization for either limited liability company, please give us a call collect at our number in West Palm Beach.

Should there be other questions, please feel free to call me.

Sincerely,

Harold E. Wolfe, Jr. /a.s.

Harold E. Wolfe, Jr.

HEW:as

Encls.

cc: Mr. John M. Logsdon
Mr. Patrick F. Nicolini
Mr. Donald N. Nicolini
Ms. Gladys Malloy
Carolyn R. Street, E.A.

HAROLD E. WOLFE, JR., P.A.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 302, EXECUTIVE CENTRE
2300 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FLORIDA 33409-3306

TELEPHONE: (561) 697-4100

FAX: (561) 697-4101

E-MAIL: hewjr@ix.netcom.com

HAROLD E. WOLFE, JR.*

*ADMITTED TO BARS OF:

FLORIDA
GEORGIA
ALABAMA

* FLORIDA BAR BOARD
CERTIFIED TAX ATTORNEY
* FLORIDA BAR BOARD
CERTIFIED ESTATE
PLANNING AND PROBATE
ATTORNEY

February 15, 1999

VIA FEDERAL EXPRESS
PERSONAL & CONFIDENTIAL

Ms. Diane Cushing
Corporate Specialist
Secretary of State
Division of Corporations/Partnerships
409 E. Gaines Street
P.O. Box 6327
Tallahassee, Florida 32314

Re: Logsdon/Nicolini of Tampa Limited
Company and Logsdon/Nicolini of
Orlando Limited Company; Affidavit
to Accompany Articles of
Organization

Dear Ms. Cushing:

Pursuant to my conversation with Brenda Talbot, we have altered the enclosed Affidavit to accompany the Articles of Organization to indicate the appraised value of the property contributed to both limited liability companies on the Affidavits. Thus, a number has been placed under the column "Agreed Value of Property to be Contributed" as requested in your correspondence of December 29, 1998. Mrs. Talbot indicated in our conversation with her that this would be sufficient.

As I explained to Mrs. Talbot, on the second page of the Affidavit is a list of "Anticipated Contributions". Both Patrick F. Nicolini and Donald N. Nicolini have not agreed to any set amount of cash to be contributed but merely agreed with John M. Logsdon that they would cover all bills and liabilities as they came due. As I explained to Mrs. Talbot, it is impossible to ascertain exactly what the amount of those bills and liabilities will be since that is simply akin to asking how much will your monthly phone bill be? Accordingly, Mrs. Talbot indicated she thought that it would be sufficient to merely reference that

sent wrong documents.

*resending documents today
2/17/99*

HAROLD E. WOLFE, JR., P.A.

Secretary of State
February 12, 1998
Page -2-

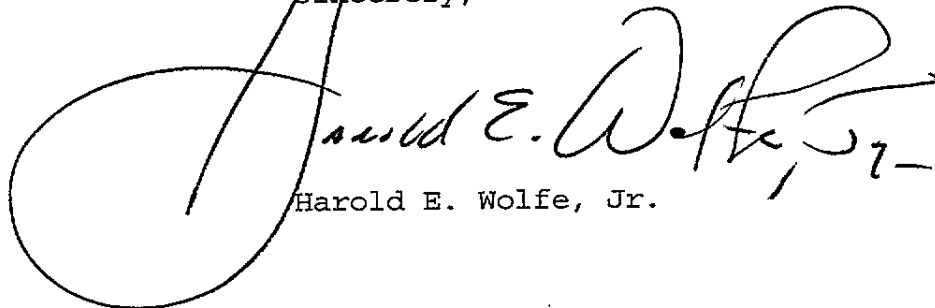
Patrick F. Nicolini and Donald N. Nicolini would pay "sufficient cash to cover all liabilities" as we have done in the Affidavit. If you absolutely must place a cash figure after that phrase simply place "(\$1,000 or more)" after that phrase if there must be a dollar amount inserted. This letter will authorize you to alter both the Affidavits in that manner if they must be so altered. Nonetheless, that would not be accurate since there is basically no way to ascertain exactly what the amount of the future bills will be.

It is absolutely essential that these documents be filed as of the December 29, 1998 filing date. If there are any problems whatsoever with the enclosed Affidavits please call us collect. However, based on my conversation with Mrs. Talbot, this should clear up the matter.

We would just like to add that we were reluctant to place any valuations on the properties themselves because we did not want any third parties (such as the Internal Revenue Service) stating affirmatively that those were values fixed for tax purposes. Hence, this was our reluctance for originally placing a figure on this Affidavit. Nonetheless, the inserted parenthetical values below the appraised value were acceptable according to my conversation with Mrs. Talbot.

Should there be other questions, please feel free to call me.

Sincerely,

A large, stylized handwritten signature in black ink, appearing to read "Harold E. Wolfe, Jr." with a flourish at the end.

Harold E. Wolfe, Jr.

HEW:as
Encls.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

~~December 29, 1998~~

Jan. 1999

HAROLD E. WOLFE, JR., P.A.
SUITE 302, EXECUTIVE CENTRE
2300 PALM BEACH LAKES BOULEVARD
WEST PALM BEACH, FL 33409-3306

SUBJECT: LOGSDON/NICOLINI OF TAMPA LIMITED COMPANY
Ref. Number: W98000029055

We have received your document for LOGSDON/NICOLINI OF TAMPA LIMITED COMPANY and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

On your affidavit you must give us an amount. What is the appraised value of the property and the sufficient cash to cover all liabilities?

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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 998A00060783

ARTICLES OF ORGANIZATION

OF

LOGSDON/NICOLINI OF TAMPA LIMITED COMPANY

We, the undersigned, hereby form and create a limited liability company pursuant to Chapter 608 and Fla. Stat. §608.407 of the laws of the State of Florida, do hereby execute and adopt these Articles of Organization to be filed with the Florida Department of State and do hereby state and certify the following:

ARTICLE I - NAME OF LIMITED COMPANY

In accordance with Fla. Stat. §608.406, the limited liability company's name shall be "LOGSDON/NICOLINI OF TAMPA LIMITED COMPANY."

ARTICLE II - PERIOD OF DURATION OF LIMITED COMPANY

This limited liability company shall have a duration of seventy-five (75) years from the effective date of these Articles of Organization. This limited liability company's existence shall begin at the date and time when these Articles of Organization are filed with the Florida Department of State, all in accordance with Fla. Stat. §608.409(1).

ARTICLE III - LOCATION OF PRINCIPAL OFFICE

The mailing and street address of this limited liability company's principal office is as follows:

Mailing Address/Street Address:
2600 North Flagler Drive, Suite 1012
West Palm Beach, Florida 33407

FILED
98 DEC 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV - REGISTERED OFFICE AND REGISTERED AGENT

The street address of this limited liability company's initial registered address in the State of Florida is 2600 North Flagler Drive, Suite 1012, West Palm Beach, Florida 33407. The name of the registered agent at such registered office is John M. Logsdon.

ARTICLE V - ADMISSION OF NEW MEMBERS

This limited liability company may not admit any new additional Members.

ARTICLE VI - CONTINUATION OF BUSINESS

The remaining Members of this limited liability company are specifically given the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or the occurrence of an event which terminates the continued membership of a Member in this limited liability company; it being the intent of the Members hereunder that the existence of this limited liability company be for the term of years set forth in Article II hereof.

ARTICLE VII - COMPOSITION OF MANAGEMENT

This limited liability company is to be managed by a single manager. The name and address of such manager who shall serve as Manager until a successor is elected and qualified is:

<u>Name:</u>	<u>Address:</u>
John M. Logsdon	200 Mockingbird Trail Palm Beach, Florida 33480

If this limited liability company subsequently adopts an operating

agreement, such operating agreement shall specify the method of electing managers and designating successors to any managers of this limited liability company.

ARTICLE VIII - OWNERSHIP UNITS

The maximum number of ownership units that this limited liability company is authorized to have outstanding is one thousand (1,000) units, all of which shall be identical units. This limited liability company is not obligated to issue all of its authorized outstanding units but rather may issue to initial Members a portion of its authorized ownership units. Each of such ownership units shall represent the ownership of that percentage of the total units outstanding at any time as is the equivalent of the ratio in which one is the numerator and the total number of units outstanding is the denominator. Each Member shall receive a capital interest and an interest in the net profits and net losses and cash flow of this limited liability company in an amount equal to that ratio in which one is the numerator and the total number of units outstanding is the denominator.

ARTICLE IX - PURPOSE OF LIMITED LIABILITY COMPANY

The purpose for which this limited liability company is formed is to engage in any lawful acts or other activities for which limited liability companies may be formed under Chapter 608 of the Florida Statutes.

ARTICLE X - OPERATING AGREEMENT

Upon the unanimous written consent of all members hereto,

this limited liability company may adopt an "Operating Agreement" which shall govern the operations of this limited liability company, shall prescribe the method for electing managers and designating successors, shall, if the Members so elect, grant first refusal rights or other restrictions on ownership unit transferability and govern legal arrangements among Members. Nothing in these Articles of Organization shall compel the Members to adopt such an Operating Agreement unless they deem same desirable.

IN WITNESS WHEREOF, the undersigned, a Member of this limited liability company has executed these Articles of Organization on this 17th day of December, 1998.

LOGSDON/NICOLINI OF TAMPA
LIMITED COMPANY

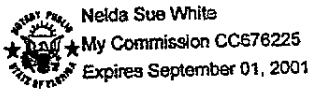
By: *John M. Logsdon*
John M. Logsdon
Member

FILED
98 DEC 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME personal appeared JOHN M. LOGSDON, a Member of this liability company, the signor who personally appeared before me at the time of this notarization, and is personally known to me or has produced _____ as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of December, 1998.



Nelda Sue White

Notary Public
State of Florida at Large
My Commission No. is:

My Commission Expires:

AFFIDAVIT ATTACHED TO ARTICLES OF ORGANIZATION

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME personally appeared JOHN M. LOGSDON, a Member of this limited liability company, who, after being duly sworn, deposes and says under oath as follows:

1. This limited liability company has at least two Members.
2. The amount of cash and a description and agreed value of property other than cash contributed by the Members and the amount anticipated to be contributed by Members are as follows:

<u>Member</u>	<u>Actual Cash Contributed</u>	<u>Agreed Value of Property Contributed</u>
JOHN M. LOGSDON	-0-	Property located at: 13521 North Florida Avenue, Tampa, Florida 33612 at appraised value \$1,000,000.00
PATRICK F. NICOLINI	\$1,000	
DONALD N. NICOLINI	\$1,000	

FILED
98 DEC 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


Anticipated Contributions

<u>Member</u>	<u>Cash Contributed</u>	<u>Agreed Value of Property To Be Contributed</u>
JOHN M. LOGSDON	-0-	-0-
PATRICK F. NICOLINI	-0-	Sufficient cash to cover all liabilities
DONALD N. NICOLINI	-0-	Sufficient cash to cover all liabilities

IN WITNESS WHEREOF, the undersigned, a Member of this limited liability has executed this Affidavit on this 17th day of December, 1998.

LOGSDON/NICOLINI OF TAMPA LIMITED
COMPANY

By:


John M. Logsdon
Member


98 DEC 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

BEFORE ME personally appeared JOHN M. LOGSDON, the signor who personally appeared before me at the time of this notarization, and is personally known to me or has produced _____ as identification and is known to be the person described in and who executed the foregoing instrument and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 17th day of December, 1998.

 Nelda Sue White
My Commission CC676225
Expires September 01, 2001

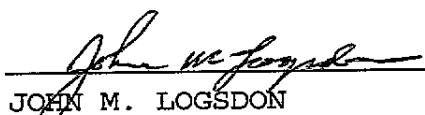
Nelda Sue White
Notary Public
State of Florida at Large
My Commission No. is:

My Commission Expires:

CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.061, Florida Statutes, the following is submitted:

That LOGSDON/NICOLINI OF TAMPA LIMITED COMPANY desiring to organize or qualify under the laws of the State of Florida as a limited liability company with its principal place of business in the City of West Palm Beach, State of Florida, has named JOHN M. LOGSDON located at 2600 North Flagler Drive, Suite 1012, City of West Palm Beach, State of Florida, 33407, as its agent to accept service of process.

Signature: 
JOHN M. LOGSDON

Title: Incorporating Member

Date: 12/17/98

FILED
98 DEC 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

Pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes, the undersigned does hereby accept his appointment as Registered Agent on whom process may be served within the State of Florida for this limited liability company named in the foregoing Articles of Organization and by affixing such Registered Agent's signature below states that he is familiar with, and accepts the obligations of that position.

REGISTERED AGENT:

JOHN M. LOGSDON



JOHN M. LOGSDON

12/12/98

DATE

HEW/Forms/Articles of Organization

FILED
98 DEC 29 PM 2:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA