

L990000002788

**CAPITAL CONNECTION, INC..**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Tropicart, LLC

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\*\*\*\*285.00 \*\*\*\*285.00

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99 MAY 14 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA
- Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
Merger File \_\_\_\_\_  
Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
Certificate of Good Standing \_\_\_\_\_  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
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6 pages

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

May 12, 1999

CAPITAL CONNECTION, INC.  
417 E. VIRGINIA STREET, SUITE 1  
TALLAHASSEE, FL 32302

SUBJECT: TROPICART, L.L.C.  
Ref. Number: W99000011119

We have received your document for TROPICART, L.L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The signature on page 2 of the articles is missing.

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: 299A00026008

**ARTICLES OF ORGANIZATION  
OF  
TROPICART, L.L.C.**

The undersigned organizer, who is the authorized representative of the members TROPICART, L.L.C. (the "Company") under the Florida Limited Liability Company Act hereby adopts the following Articles of Organization.

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99 MAY 14 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the Company is TROPICART, L.L.C.

**ARTICLE II - DURATION**

The period of duration of the Company shall be until December 31, 2026, unless terminated earlier pursuant to the Company's Regulations.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and mailing address of the Company is c/o William F. Sweeney, P.O. Box 1588, 814 Highway A1A, Suite 300, Ponte Vedra Beach, Florida 32004-1588.

**ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS**

The name and street address of the initial registered agent are Dennis L. Blackburn, Suite 200, Southpoint Building, 6620 Southpoint Drive, South, Jacksonville, Florida 32216.

**ARTICLE V - INITIAL MEMBERS**

The initial members of the Company shall be William F. Sweeney, Linda Sweeney, William Weeks and Karen Weeks.

**ARTICLE VI - ADDITIONAL MEMBERS**

The members shall be entitled to admit additional members upon the consent of the Company's Managing Member. Following the consent of the Managing Member, any prospective member shall become a member upon payment of his, her or its contribution to the capital of the Company and upon such prospective member's agreement to comply with the Articles of Organization and Regulations of the Company.

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SECRETARY OF STATE

#### **ARTICLE VII - DISSOLUTION OF COMPANY**

The death, retirement, resignation, expulsion, bankruptcy or dissolution of a member shall terminate the membership of that member in the Company. Upon the occurrence of any such event or any other that terminates the continued membership of a member in the Company, the Company shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

#### **ARTICLE VIII - BOARD OF MANAGERS**

The management of the Company shall be vested in a Board of as set forth in the Company's Regulations. The name and address of the initial Board of Managers who shall serve as the Board of Managers of the Company until their successors are elected and qualified, are

WILLIAM F. SWEENEY  
12445 Old Still Road  
Ponte Vedra Beach, Fla. 32082

WILLIAM C. WEEKS, JR.  
74 Key Haven Road  
Key West, Fla. 33040

LINDA SWEENEY  
12445 Old Still Road  
Ponte Vedra Beach, Fla. 32082

A. KAREN KING WEEKS  
74 Key Haven Road  
Key West, Fla. 33040

#### **ARTICLE IX - RETURN OF CAPITAL**

No member shall have the right to the return of its contribution to capital except as provided in the Company's Regulations.

#### **ARTICLE X - AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles of Organization may be amended by majority vote of the Members of the Company as provided in Chapter 608, Florida Statutes.

#### **ARTICLE XI - REGULATIONS**

Regulations of this Company shall be approved and adopted by majority vote of the voting members of the Company and may be amended by a majority vote of the voting members of the Company.

IN WITNESS WHEREOF, the undersigned organizer has executed the foregoing Articles of Organization as of the 11<sup>th</sup> day of May, 1999.

  
Dennis L. Blackburn  
Organizer

**ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

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99 MAY 14 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for TROPICART, L.L.C. at the place designated in the Articles of Organization, Dennis L. Blackburn hereby accepts the appointment as registered agent and agrees to act in this capacity. Dennis L. Blackburn further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and Dennis L. Blackburn is familiar with and accepts the obligations of his position as registered agent.



Dennis L. Blackburn

Date: MAY 11, 1999

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA  
COUNTY OF DUVAL

Before me, the undersigned authority, on this day personally appeared DENNIS BLACKBURN, the authorized representative of the members of TROPICART, L.L.C. (the "Company"), who, being by me first duly sworn, deposes and says:

1. That the Company has at least two members.
2. That the amount of cash contributed by the members is \$400.00.
3. That the total amount of cash or property that is anticipated to be contributed by members is \$400. This total includes amounts from Item 2 above.
4. That there have been no contributions to the Company made by the members other than cash contributions.
5. That this affidavit is made in accordance with Section 608.407(2), Florida Statutes (1998).



DENNIS L. BLACKBURN  
Authorized Representative

Sworn to and subscribed before me this 11th day of May, 1999, by Dennis L. Blackburn, who is personally known to me and who did take an oath.



NOTARY PUBLIC, State of Florida  
Commission No. \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

