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December 30, 1999

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

900003087149--6
-01/04/00--01035--004
****337.50 ****160.00

W-665

Re: Pugh Family Limited Liability Company II

Dear Sir:

Enclosed is an original and one copy of the following:

1. Articles of Organization and Affidavit
2. Designation of Registered Agent\
3. Check in the amount of \$337.50 which represents:

\$250.00 filing fee
\$ 35.00 Designation of Registered Agent
\$ 52.50 Certified Copy

Yours very truly,



KARL W. BOYLES, JR.

KWBjr/dmt

Enclosures

FILED
00 MAR 20 AM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mtu
3/23



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 10, 2000

KARL W. BOYLES, JR
PO BOX 13464
PENSACOLA, FL 32591-3464

SUBJECT: PUGH FAMILY LIMITED LIABILITY COMPANY II
Ref. Number: W00000000665

We have received your document for PUGH FAMILY LIMITED LIABILITY COMPANY II and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

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) 487-6097.

Michael Mays
Document Specialist

Letter Number: 900A00001-14

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00 MAR 20 AM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED
LIABILITY COMPANY**

ARTICLE I - Name:

The name of the Florida Limited Liability Company is PUGH FAMILY LIMITED LIABILITY COMPANY II.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 121 New Warrington Road
Pensacola, FL 32506

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall be:

Until December 22, 2018 unless terminated sooner under the provision of Article VI below.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by a manager who may be but is not required to be a member, and the name and address of such managers who is to serve as manager is:

**Ronald C. Pugh
31216 Woodland Way
Spanish Fort, Alabama 36527**

ARTICLE V - Admission of Additional Members:

The right, if given, of the remaining members to admit additional members and the terms and conditions of the admissions shall be:

There shall be no additional members added without a unanimous consent of all members.

ARTICLE VI - Members Rights to Continue Business:

The right, if given, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be: **The rights of the remaining members to continue the business in the events above shall be limited and governed by the terms of the Pugh Family Limited LIABILITY COMPANY II Operating Agreement.**

ARTICLE VII

This LLC shall be considered organized and effective as of April 1, 2000.

Signed: 3/14/00


RONALD C. PUGH

FILED
00 MAR 20 AM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

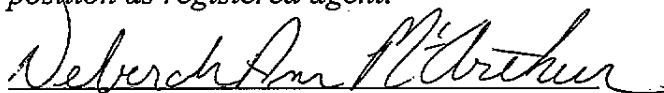
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507,
FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY
COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF
FLORIDA.

1. The name of the Limited Liability Company is PUGH FAMILY LIMITED
LIABILITY COMPANY II

2. The name and address of the registered agent and office is:

**DEBORAH ANN McARTHUR
3888 Paradise Bay Drive
Gulf Breeze, FL 32561**

*Having been named as registered agent and to accept service of process for the above
stated limited liability company at the place designated in this certificate, I hereby accept
the 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.*


Deborah Ann McArthur

(Date)

March 14, 2000

FILED
MAR 20 AM 12:07
CLERK OF STATE
TALLAHASSEE FLORIDA