

CS **000000003704**
THE UNITED STATES
CORPORATION
A N

ACCOUNT NO. : 072100000032

REFERENCE : 646405 9682A

AUTHORIZATION :

Patricia Pizit

COST LIMIT : \$ 125.00

ORDER DATE : March 31, 2000

ORDER TIME : 11:28 AM

ORDER NO. : 646405-005

4000003191624--6

CUSTOMER NO: 9682A

CUSTOMER: Jaime Brown, Legal Assistant
NORMAN P. FREEDMAN, ESQ
NORMAN P. FREEDMAN, ESQ
525 North Newnan Street

Jacksonville, FL 32202

DOMESTIC FILING

NAME: NCH, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janine Lazzarini

EXAMINER'S INITIALS

100-3704
331
[Handwritten signatures]

FILED
00 MAR 31 PM 1:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
00 MAR 31 PM 12:53
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

NCH, LLC

A LIMITED LIABILITY COMPANY

(Pursuant to s. 608.407, Florida Statutes)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 MAR 31 PM 1:56

FILED

1. NAME. The name of the limited liability company is NCH, LLC.
2. PURPOSE. The purpose of this limited liability company is the transaction of any and all lawful business for which limited liability companies may be organized in the State of Florida
3. ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS. The address of the registered office of the limited liability company is 12534 Woodcutter Road, Jacksonville, FL 32220 and its mailing address is the same.
4. MEMBERS AT TIME OF FORMATION. There will be at least one member at the time the limited liability company is formed.
5. MANAGEMENT. The company is to be a manger-managed company. Management of the Limited Liability Company at the time of formation is reserved for the initial members whose names and addresses are as follows:

INITIAL MEMBERS:

WAYNE NOLAN
12534 Woodcutter Road
Jacksonville, FL 32220

6. ADMISSION OF NEW MEMBERS. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.
7. MEMBERS RIGHT TO CONTINUE BUSINESS. The remaining members of the limited liability company shall have the right to continue business on the death, retirement, 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 as further set forth in the Operating Agreement of the limited liability company.


WAYNE NOLAN, Member

(In accordance with section 608.408(c), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.)

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TALLAHASSEE, FLORIDA

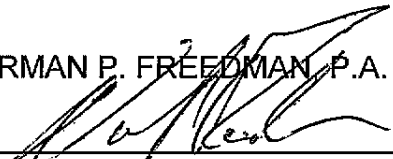
CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the State of Florida.

1. NAME. The name of the limited liability company is NCH, LLC.
2. REGISTERED OFFICE. The address of the registered office of the limited liability company is 525 North Newnan Street, Jacksonville, FL 32202.
3. REGISTERED AGENT. Norman P. Freedman, P.A., is appointed, and by its authorized signature below accepts appointment, to act as the Registered Agent of NCH, LLC.

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.

NORMAN P. FREEDMAN, P.A.

BY: 

Norman P. Freedman, President