



THE UNITED STATES  
CORPORATION  
COMPANY

100000009371

ACCOUNT NO. : 072100000032

REFERENCE : 787754 7173132

AUTHORIZATION :

Patricia Pyjunt

MJH

COST LIMIT : \$ 125.00

ORDER DATE : August 4, 2000

ORDER TIME : 11:47 AM

ORDER NO. : 787754-005

CUSTOMER NO: 7173132

CUSTOMER: Dennis Blackburn, Esq  
Blackburn & Company, L.c.

400003346474--0

Suite 200  
6620 Southpoint Drive, South  
Jacksonville, FL 32216

DOMESTIC FILING

NAME: SCARPA FAMILY, L.L.C.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
XX ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
XX PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS: \_\_\_\_\_

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304

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**ARTICLES OF ORGANIZATION  
OF  
SCARPA FAMILY, L.L.C.**

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

**ARTICLE I - NAME**

The name of the Company is SCARPA FAMILY, L.L.C.

**ARTICLE II - DURATION**

The period of duration of the Company shall be perpetual.

**ARTICLE III - PRINCIPAL OFFICE**

The principal place of business and mailing address of the Company is 111 Wye House Lane, Jupiter, Florida 33477.

**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 Frank S. Scarpa, Valerie S. Hart, Frank Scarpa, and Carmele S. Magazzu.

**ARTICLE VI - ADDITIONAL MEMBERS**

The members shall be entitled to admit additional members upon the consent of the Company's Managers. Following the consent of the Managers, 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.

**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

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shall be dissolved unless all of the remaining members consent to continue the existence of the Company.

#### **ARTICLE VIII - MANAGEMENT**

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

Frank S. Scarpa  
111 Wye House Lane  
Jupiter, Florida 33477

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

No member shall have the right to the return of his, her or 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 30 day of August, 2000.

  
Dennis L. Blackburn  
Authorized Representative of the Members

**ACCEPTANCE OF DESIGNATION  
AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for SCARPA FAMILY, 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.

A handwritten signature in cursive script, reading "Dennis L. Blackburn", written over a horizontal line.

Dennis L. Blackburn

Date: August 3, 2000