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CHRISTOPHER A. TANCREDO  
ATTORNEY AT LAW P.A.

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August 14, 2000

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

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-08/15/00--01067--001  
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To Whom it May Concern:

W-20276

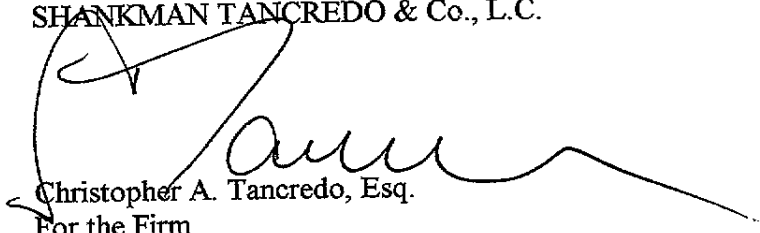
Enclosed, please find an executed Articles of Organization for the newly formed  
Shankman Tancredo & Co., L.C. limited liability company, together with a one hundred-  
five dollar (\$105.00) made payable to the Florida Department of State.

The one hundred-five dollars are to cover the cost of filing, as well as the cost of the  
Certificate of Status, which we would like to receive as soon as possible.

Thanking you in advance for your attention to this matter, I remain,

Respectfully yours,

SHANKMAN TANCREDO & Co., L.C.

  
Christopher A. Tancredo, Esq.  
For the Firm

Enclosures

CAT:rs

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

with  
8/23



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 17, 2000

CHRISTOPHER A TANCREDI  
1303 NORTH WHEELER ST  
PLANT CITY, FL 33566

SUBJECT: SHANKMAN TANCREDI & CO., L.C.  
Ref. Number: W00000020276

We have received your document for SHANKMAN TANCREDI & CO., L.C. and check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$20.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

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: 200A00044

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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# Articles of Organization

## Florida Limited Liability Company

### PREAMBLE

We the Undersigned founding and managing members, pursuant to Chapter 608 *et seq.* Florida Statutes, do hereby establish according to law, a Florida Limited Liability Company for the purpose of conducting such lawful business activities as may be provided for by law; including, but not limited to, the practice of law and provision of legal counsel.

### ARTICLE I - COMPANY NAME

In accordance with § 608.406, Fla. Stat., the name of the limited liability company shall be:

**SHANKMAN TANCREDO & Co., L.C.**

### ARTICLE II - COMPANY ADDRESS

The address of the initial principle office of this limited liability company shall be:

304 South Westland Avenue, Old Historic Hyde Park, Tampa, Florida 33606-1746

### ARTICLE III - REGISTERED AGENT

The name and street address of the initial registered agent for the limited liability company shall be as follows:

Christopher A. Tancredo, Esq.  
c/o SHANKMAN TANCREDO & Co., L.C.  
304 South Westland Avenue  
Old Historic Hyde Park  
Tampa, Florida 33606-1746

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TALLAHASSEE, FLORIDA

I, Christopher A. Tancredo, having been named as Registered Agent to accept service of process for Shankman Tancredo & Co., L.C., the aforementioned Florida limited liability company, at its designated company address as appears within this Certificate, do hereby accept appointment as Registered Agent of same and agree to act in said capacity until such time as I cause to be filed with the Florida Department of State, a duly executed statement of resignation. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and certify hereby that I am familiar with and accept the obligations of my appointment as enumerated in Chapter 608, Florida Statutes.

  
Christopher A. Tancredo, Esq.

#### ARTICLE IV. - MANAGEMENT

The management of, and the power to adopt, alter, amend or repeal the regulations of the limited liability company is vested in its initial members and such additional or replacement members as may be authorized in these Articles of Organization and the company's regulations. Management authority shall vest in said members in proportion to their contributions of capital, property and/or services rendered to the limited liability company. Therefore, the limited liability company of Shankman Tancredo & Co., L.C. shall have NO manager, and no manager as contemplated in § 608.422, Fla. State, is authorized.

#### ARTICLE V. - TERM AND DATE OF EXISTENCE

This limited liability company shall exist upon the proper filing and recordation of these Articles of Organization with the Department of State. The limited liability company shall thereafter exist in perpetuity, or until such time as it is lawfully dissolved by its managing members, terms of these Articles or operation of law, as provided for by law.

#### ARTICLE VI. - CAPITAL CONTRIBUTIONS

The contribution of a member of the limited liability company may be made in cash, property or services rendered to, or on behalf of the limited liability company. Any obligation of a member to make a contribution or return money or other property paid or distributed in violation of Chapter 608 *et seq.*, Fla. Stat., may be compromised by unanimous consent of the members of the limited liability company.

#### ARTICLE VII. - INITIAL MEMBERS

The limited liability company shall have two initial and founding managing members. The names and addresses of said initial and founding managing members are:

Christopher A. Tancredo, Esq.  
304 South Westland Avenue  
Old Historic Hyde Park  
Tampa, Florida 33606-1746

Richard S. Shankman,  
304 South Westland Avenue  
Old Historic Hyde Park  
Tampa, Florida 33606-1746

#### ARTICLE VIII. - ADDITION OR SUBSTITUTION OF MEMBERS

The limited liability company may add or substitute members by unanimous written consent of the then existing membership.

#### ARTICLE IX. - TERMS OF DISSOLUTION

The limited liability company shall be dissolved upon the death, retirement, resignation, expulsion or bankruptcy of either of its founding managing members. Further, the limited liability company shall be dissolved upon the incapacitation or other disability of either of its founding managing members, such that he is unable to perform the duties of his office

#### ARTICLE X. - VOTING BY MEMBERS

Each managing member shall be entitled to one vote on matters relating to the limited liability company, unless otherwise limited by applicable law.

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TALLAHASSEE, FLORIDA

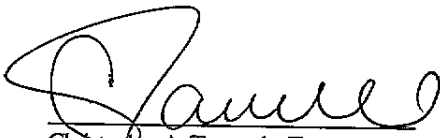
#### ARTICLE XI - PROFIT/LOSS ALLOCATION

The profits and losses of the aforementioned limited liability company shall be distributed and allocated among and between the members according to applicable law.

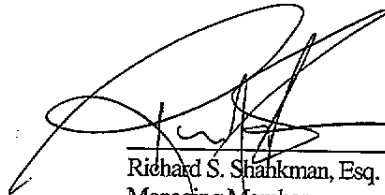
#### ARTICLE XII - INDEMNIFICATION

The limited liability company of Shankman Tancredo & Co., L.C. shall hereby indemnify and hold harmless its managing members for all acts within the scope of their duties, provided said managing members are acting in good faith and in a manner reasonably believed to be in the best interests of the limited liability company.

We the Undersigned initial and founding managing members have executed these Articles of Organization on this, the 14<sup>TH</sup> day of AUGUST, 2000.



Christopher A. Tancredo, Esq.  
Managing Member

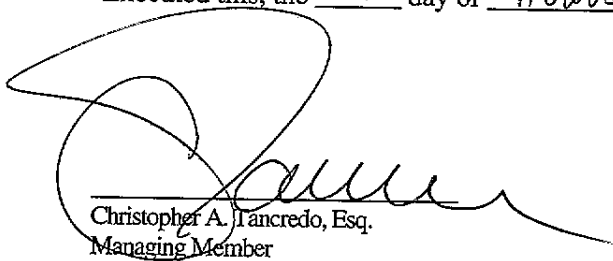


Richard S. Shankman, Esq.  
Managing Member

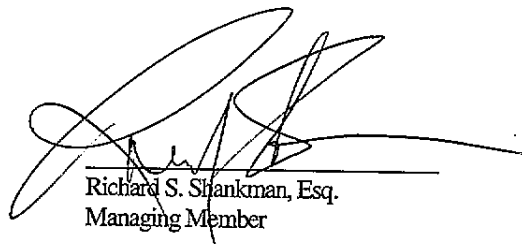
#### AFFIDAVIT

We the Undersigned initial and founding managing members of Shankman Tancredo & Co., L.C., do hereby affirm that there exist the statutory minimum of two members of the aforementioned limited liability company as required by § 608.407(h)(2), and further, that \$500.00 (five hundred dollars U.S.F.) cash shall be contributed and deposited by Christopher A. Tancredo, Esq. to establish the capital account of the aforementioned limited liability company, while it is acknowledged hereby that Richard S. Shankman, Esq. has provided legal services to the limited liability company in the value of \$500.00 (five hundred dollars) during the creation of same.

Executed this, the 14<sup>TH</sup> day of AUGUST, 2000.



Christopher A. Tancredo, Esq.  
Managing Member



Richard S. Shankman, Esq.  
Managing Member

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA