

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

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-09/26/00--01061--010  
\*\*\*\*155.00 \*\*\*\*155.00

CONTACT: CINDY HICKS

DATE: 9-26-00

REF. #: 0171.13198

CORP. NAME: CATHER MANAGEMENT, LTD. LLC

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                        |
| <input type="checkbox"/> OTHER:                      |   |   |

RECEIVED  
00 SEP 26 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE FEES PREPAID WITH CHECK# 4506 FOR \$ 155.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- |  |   |   |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS     |   |   |

Examiner's Initials

APPROVED  
AND  
FILED  
9-26-00

**ARTICLES OF ORGANIZATION**

**OF**

**CATHER MANAGEMENT, LLC**

The undersigned, acting as organizer of this Limited Liability Company pursuant to Chapter 608 of the Florida Statutes, hereby forms a limited liability company under the laws of the State of Florida and adopts the following Articles of Organization for such Limited Liability Company:

**ARTICLE I - Name**

The name of the limited liability company shall be Cather Management, LLC (the "Company").

**ARTICLE II - Address of Principal Office**

The street address of the principal office of the Company is: 1073 Orienta Avenue, Altamonte Springs, FL 32701. The mailing address of the principal office of the Company is: Attention: Stephen D. Dunegan, Esquire, Dean, Mead et al., P.O. Box 2346, Orlando, FL 32802-2346.

**ARTICLE III - Duration**

The term of existence of the Company shall commence with the filing of the Articles of Organization with the Secretary of State of the State of Florida, and shall continue in perpetuity unless sooner dissolved pursuant to the Articles of Organization or Operating Agreement of the Company, or by operation of law.

00 SEP 26 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
APPROVED  
AND  
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ARTICLE IV - Management

The Company is to be managed by the members and the name and address of the managing member is:

John M. Cather  
1073 Orienta Avenue  
Altamonte Springs, FL 32701

ARTICLE V - Admission of Additional Members

New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, all of the Members.

ARTICLE VI - Members' Rights to Continue Business

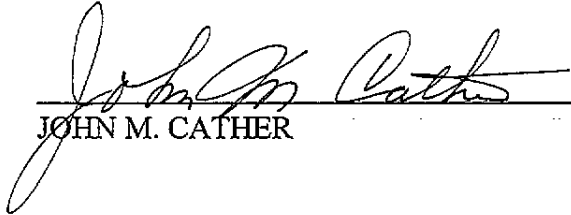
In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of all of the remaining Members (other than the terminated Member and such member's successors-in-interest).

ARTICLE VII - Registered Office and Registered Agent

The street address of the initial registered office of the Company in the State of Florida shall be 1073 Orienta Avenue, Altamonte Springs, FL 32701. The name of the registered agent of the Company at that address is John M. Cather.

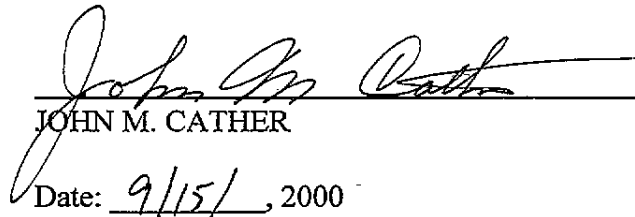
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned Member has made and subscribed  
these Articles of Organization this 15<sup>th</sup> day of Sept., 2000.

  
\_\_\_\_\_  
JOHN M. CATHER

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent, and I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

  
\_\_\_\_\_  
JOHN M. CATHER  
Date: 9/15/, 2000

APPROVED  
AND  
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TALLAHASSEE, FLORIDA