

L000000/11852

LAW OFFICES OF  
BAKER & SWEARINGEN  
4151 LAFAYETTE STREET  
MARIANNA, FLORIDA 32446

FRANK A. BAKER, P.A.  
\*BOARD CERTIFIED CIVIL TRIAL  
\*BOARD CERTIFIED BUSINESS LITIGATION  
\*CERTIFIED CIRCUIT CIVIL MEDIATOR/ARBITRATOR

TELEPHONE  
850-526-3633  
  
TELECOPIER  
850-526-2714

September 26, 2000

4000003406014--1  
-09/27/00--01035--002  
\*\*\*125.00 \*\*\*125.00

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

RE: Articles of Organization of Allen E. Ward, L.L.C.

Dear Sir/Madam:

Enclosed is my check in the amount of \$125.00, and an original and one copy of the Articles of Organization of Allen E. Ward, L.L.C. and Designation of Resident Agent. Please be so kind as to file it at your earliest convenience.

Thank you. If you have any questions, please call.

Sincerely,

*Frank A. Baker/sb*

FRANK A. BAKER, ESQ.

FAB:sb/secstate.ltr

Enclosures (as stated above)

FILED  
00 SEP 27 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L00-11852  
QR

**ARTICLES OF ORGANIZATION OF ALLEN E. WARD, L.L.C.  
AND DESIGNATION OF REGISTERED AGENT**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be ALLEN E. WARD, L.L.C. (the "company" herein).

**ARTICLE II -- ADDRESS**

The mailing address of the principal office of the company shall be P.O. Box 97, Cottondale, FL, 32431. The street address of the principal office of the company shall be 3168 Main Street, Cottondale, FL.

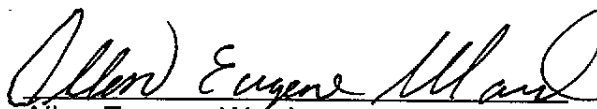
**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual, unless the company is earlier dissolved as provided in these articles of organization.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida is Allen Eugene Ward, 3168 Main Street, Cottondale, FL.

*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 as provided for in Chapter 608, F.S.*

  
Allen Eugene Ward  
Registered Agent

**ARTICLE V -- CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the

FILED  
60 SEP 27 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cash or property, as follows: a one-third interest in Ward Brothers, a partnership (which partnership owns certain real and personal property), said one-third interest being valued at \$1,575,096.00; for a total capital contribution of \$1,575,096.00.

#### ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or otherwise in accordance with a written agreement between the Members.

#### ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Any assignment or transfer of a member's interest shall be subject to these articles and to any and all regulations or member's agreement in existence at the time of the transfer.

#### ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager, unless unanimously agreed by the remaining or surviving members.

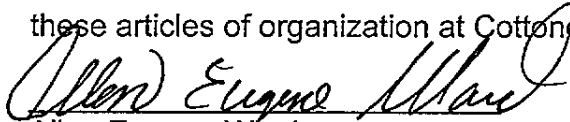
#### ARTICLE IX -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization.

The name and address of the initial member of the company are: Allen Eugene Ward, P.O. Box 97, Cottdale, FL, 32431; **PROVIDED, that it is expressly understood and agreed that the Company shall commence existence with one Managing Member, namely, Allen E. Ward, and that Allen E. Ward shall serve as the sole Managing Member of the Company until such time as he shall die or shall resign his position as Managing Member in writing or shall be declared mentally incompetent to so serve by a court of competent jurisdiction. Until that time, no other person shall serve as Managing Member of the Company, and the business of the Company shall be managed exclusively and in the sole discretion of Allen E. Ward.**

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed

these articles of organization at Cottondale, Florida, on August \_\_, 2000.

  
Allen Eugene Ward

STATE OF FLORIDA:  
COUNTY OF JACKSON:

THE FOREGOING INSTRUMENT was acknowledged before me this  
\_\_\_\_\_, 2000, by Allen Eugene Ward, who is personally known to me  
and who did take an oath.

\_\_\_\_\_  
Notary Public  
My Commission Expires:

fb\alleneward.art

FILED  
00 SEP 27 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA