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Rogers, Tower Req	s, Et al - Mary Rose uestor's Name	0100
106 S. Monroe	Street Address	
<u>Tallahassee,</u> City/State/Z	FL 32301 222-7200 Cip Phone #	Office Use Only
CORPORATION N	AME(S) & DOCUMENT NUM	MBER(S), (if known):
2		Occument #)
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3. (Corpo	ration Name) (De	Pocument #)
Walk in	Pick up time 10.4.00 Will wait Photocopy	<u></u>
NEW-FILINGS	AMENDMENTS	
Profit NonProfit	Amendment  Resignation of R.A., Officer/Direction	
Limited Liability	Change of Registered Agent	A SECOND
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER-FILINGS  Annual Report  Fictitious Name  Name Reservation	REGISTRATION/ QUALIFICATION  Foreign  Limited Partnership  Reinstatement  Trademark	P 50 COUT -4 AM II: 0;
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Examiner's Initials

# Articles of Organization of Limited Liability Company of ADAGIO, LLC

The undersigned, for the purpose of forming a limited liability company under Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

#### ARTICLE I NAME

The name of this limited liability company is Adagio, LLC (the "Company").

## ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Company is 417 Porpoise Place Drive, St. Augustine, Florida 32084. The members may, from time to time, move the principal office to any other address in the State of Florida and may establish additional offices in and out of the State of Florida.

## ARTICLE III DURATION

The Company shall commence its existence on the date these Articles of Organization are filed by the Florida Secretary of State. The Company's existence shall be perpetual unless dissolved sooner pursuant to law.

## ARTICLE IV INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of the Company is George M. McClure, 170 Malaga Street, Suite A, St. Augustine, Florida 32084.

#### ARTICLE VI ORGANIZER

The name and address of the organizer of the Company is Robert McCormack, 417 Porpoise Point Drive, St. Augustine, Florida 32084.

## ARTICLE VII MANAGEMENT

The Company shall be managed by its members.

## ARTICLE VIII AMENDMENTS

The Company reserves the right to amend or repeal any provision of these Articles of Organization, or any amendment(s) thereto, and any right conferred upon the Members is subject to this reservation.

## ARTICLE IX LIMITATION OF LIABILITY

The members of the Company shall not be liable under a decree, order of a court, or in any manner for a debt, obligation or liability of the Company.

IN WITNESS WHEREOF, the undersigned organizer and member has executed these Articles of Organization this <u>30</u> day of September, 2000.

Robert McCormack, Organizer and Member

## CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 608.425, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1. The name of the Company is Adagio, LLC.
- 2. The name and address of the registered agent and office is George M. McClure, 170 Malaga Street, Suite A, St. Augustine, Florida 32084.

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. IFURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND LAM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

George M. McClure, Registered Agent

10/3/00

Date