

LAW OFFICES OF
WILLIAM H. GARVIN III, P.A.

2815 REMINGTON GREEN CIRCLE, SUITE 200

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WILLIAM H. GARVIN III

PAMELA PRESNELL GARVIN,
OF COUNSEL

VALENCIA M. THOMAS
LEGAL ASSISTANT

August 21, 2000

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-08/24/00--01096--002

****160.00 ****160.00

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

Re: CE Manager, LLC
338 Vanderbilt Drive
Lake Worth FL 33460

Dear Sirs:

I have enclosed a check in the amount of \$160.00 for filing fees for the above referenced business. If you have any questions please feel free to contact Stafford Shealy at 561-547-2044.

Sincerely,



Valencia Thomas

enclosures

FILED
00 OCT -9 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L00-12274
QR



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 29, 2000

WILLIAM GARVIN III, P.A.
2815 REMINGTON GREEN CIRCLE, SUITE 200
TALLAHASSEE, FL 32308

SUBJECT: CE MANAGER, LLC
Ref. Number: W00000021132

We have received your document for CE MANAGER, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 700A00046036

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

CLE Manager, LLC
2815 Remington Green Circle
Suite 200
Tallahassee, FL 32308

Articles of Organization Cover Letter

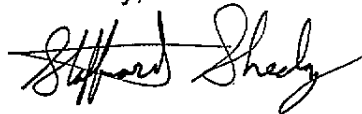
Please process the Articles of Organization for the following Limited Liability Company

CLE Manager, LLC
2815 Remington Green Circle
Suite 200
Tallahassee, FL 32308

If you have questions please contact:

Stafford N. Shealy
561-547-2044
561-329-6631

Sincerely,



Stafford Shealy

⊗ Please provide a cert. of
Status and a Certified Copy
of Record.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION OF
LIMITED LIABILITY COMPANY**

The undersigned, being authorized to execute and file these Articles, hereby certifies that:

ARTICLE I — Name:

The name of the Limited Liability Company is: CLE Manager, LLC

ARTICLE II — Address:

The mailing address and street address of the principal office of the Limited Liability Company is: 338 Vanderbilt Drive, Lake Worth, FL 33460

ARTICLE III

Registered Agent, Registered Office, & Registered Agent's Signature:

The name and the Florida street address of the registered agent are:

Name: Stafford N. Shealy

Address: 2815 Remington Green Circle, Suite 200, Tallahassee, FL 32308

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..


Registered Agent's Signature

ARTICLE III — Duration:

The period of duration for the Limited Liability Company shall be: perpetual

ARTICLE IV — Management: (Check box if applicable.)

☒ The Limited Liability Company is to be managed by one manager or more managers and is, therefore, a manager - managed company.

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are:

Stafford N. Shealy, 2815 Remington Green Circle, Suite 200, Tallahassee, FL 32308

William H. Garvin III, 2815 Remington Green Circle, Suite 200, Tallahassee, FL 32308

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TALLAHASSEE, FLORIDA

ARTICLE V — Admission of Additional Members:

Additional members shall not be admitted unless the management board unanimously approves the candidate.

ARTICLE VI — Members' Rights to Continue Business

The remaining members of the limited liability company shall have the right to continue the business following the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the limited liability company.

ARTICLE VII — Regulations

Any Regulations (as defined in Section § 608.402(13) of the Florida Limited Liability Company Act, relating to this Limited Liability Company must be in writing and signed by all of the Members. Regulations and amended Regulations shall not be valid unless the Regulation has been unanimous approved by the members.

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TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, I have signed these Articles of Organization and acknowledged them to be our act this 4th day of October, 2000.



Stafford N. Shealy