

## Florida Department of State

Division of Corporations

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Fax Number : (850) 922-4003

## From:

Account Name : JAMES W. MARTIN, P.A.  
Account Number : 072720000066  
Phone : (727) 821-0904  
Fax Number : (727) 823-3479

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## LIMITED LIABILITY COMPANY

Landhill LLC

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JAMES W. MARTIN, PA

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**ARTICLES OF ORGANIZATION  
OF  
LANDHILL LLC**

The undersigned hereby certifies that the Members have associated together for the purpose of becoming a Limited Liability Company under Florida Statutes Chapter 608, providing for the formation, rights, privileges, and immunities of limited liability companies for profit and the following Articles of Organization are hereby adopted.

**ARTICLE I.  
NAME**

The name of the Limited Liability Company shall be LANDHILL LLC.

**ARTICLE II.  
DURATION; EFFECTIVE DATE**

This Limited Liability Company shall exist perpetually, commencing as of the date on which these Articles of Organization are filed with the State of Florida Department of State.

**ARTICLE III.  
ADDRESS; PRINCIPAL OFFICE**

The mailing address and the street address of the Limited Liability Company is 8100 Park Boulevard, Pinellas Park, Florida 33781.

**ARTICLE IV.  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The address of the initial registered office of the Limited Liability Company is 8100 Park Boulevard, Pinellas Park, Florida 33781, and the name of its initial registered agent at such address is Ronald E. Struthers.

**ARTICLE V.  
PURPOSE**

This Limited Liability Company may engage in any activity or business permitted under the laws of the United States of America and of this State.

**ARTICLE VI.  
RESTRICTIONS ON TRANSFER OF MEMBERSHIP;  
RIGHT TO ADMIT ADDITIONAL MEMBERS**

A Member's interest in the Limited Liability Company may not be

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sold or otherwise transferred except with the affirmative vote of the Members who hold a majority of the Voting Percentage Interests of the Limited Liability Company and must be otherwise in accordance with the Operating Agreement of the Limited Liability Company.

Admission of new Members requires the affirmative vote of the Members who hold a majority of the Voting Percentage Interests of the Limited Liability Company. Contributions required of new Members shall be determined as of the time of admission to the Limited Liability Company in accordance with the Operating Agreement of this Limited Liability Company.

The ownership interests and voting rights and interests of the Members shall be determined in accordance with the Operating Agreement of this Limited Liability Company.

#### ARTICLE VII. CONTINUATION

Upon 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, the remaining Members shall have the right to continue the business upon affirmative vote of a majority of the remaining Members who hold voting interests.

#### ARTICLE VIII. MANAGEMENT

Management of the Limited Liability Company is reserved to its Manager(s) in accordance with the Operating Agreement of this Limited Liability Company. The name of the Initial Manager is Ronald E. Struthers and the address of the Initial Manager is 8100 Park Boulevard, Pinellas Park, Florida 33781.

#### ARTICLE IX. OPERATING AGREEMENT

The Voting Members, by the affirmative vote of the Voting Members who hold a majority of the Voting Percentage Interests of the Limited Liability Company, shall have the power to adopt, alter, amend, or repeal an Operating Agreement which may contain any provisions for the regulation and management of the affairs of the Limited Liability Company that are not inconsistent with applicable law or these Articles of Organization.

#### ARTICLE X. AMENDMENT

These Articles of Organization may be amended by the affirmative vote of the Voting Members who hold a majority of the Voting Percentage Interests of the Limited Liability Company in

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accordance with the Operating Agreement of the Limited Liability Company.

The undersigned, being a Member of the Limited Liability Company, hereby certifies that the foregoing constitutes the Articles of Organization of LANDHILL LLC.

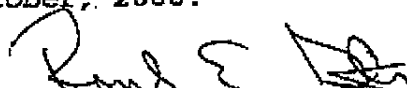
Executed by the undersigned on October 17, 2000.

  
\_\_\_\_\_  
Ronald E. Struthers, Member

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT  
ACKNOWLEDGMENT OF REGISTERED AGENT

Pursuant to Section 608.415, Florida Statutes, I agree to act in the capacity of Registered Agent for the LANDHILL LLC and will comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of Section 608.415, Florida Statutes.

DATED this 17 day of October, 2000.

  
\_\_\_\_\_  
Ronald E. Struthers

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