

L00000015136

WILKERSON & HEGNA, P.L.L.P.  
A PROFESSIONAL LIMITED LIABILITY PARTNERSHIP  
ATTORNEYS AT LAW

ONE CORPORATE CENTER III, SUITE 300  
7300 METRO BOULEVARD  
EDINA, MN 55439-2302

TELEPHONE 952-897-1707  
FAX 952-897-3534

November 6, 2000

GARY C. WILKERSON, P.A.  
KYLE J. HEGNA, P.A.  
JEFFREY W. JACOBS  
MARK E. MULLEN  
TODD J. BAUMGARTNER  
MICHAEL S. SANDBERG

OUR FILE NO.  
22602

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

300003462503--5  
-11/14/00--01016--013  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: LTC Info Center, LLC

300003462503--5  
-12/06/00--01083--002  
\*\*\*\*\*46.25 \*\*\*\*\*46.25

Dear Sir or Madame:

Enclosed please find the Articles of Organization of LTC Info Center, L.L.C. along with a check in the amount of \$78.75 for the filing fee.

Please return the processed documents to my attention.

Contact me if you have any questions.

Very truly yours,

WILKERSON & HEGNA, P.L.L.P.

Jill M. Lindsey

Jill M. Lindsey

JML/jml  
Enclosures  
22602KF-cor.doc

L00-15136

al

FILED  
00 DEC -6 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 20, 2000

JILL M. LINDSEY  
7300 METRO BLVD., SUITE 300  
EDINA, MN 55439-2302

SUBJECT: LTC INFO CENTER, L.L.C.  
Ref. Number: W00000027498

We have received your document for LTC INFO CENTER, L.L.C. and check(s) totaling \$78.75 of which \$78.75 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$46.25 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

The document must contain both the street address of the principal office and the mailing address of the entity.

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: 400A00059372

FILED  
09 DEC -6 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FL 32304

**WILKERSON & HEGNA, P.L.L.P.**

A PROFESSIONAL LIMITED LIABILITY PARTNERSHIP  
ATTORNEYS AT LAW

ONE CORPORATE CENTER III, SUITE 300  
7300 METRO BOULEVARD  
EDINA, MN 55439-2302

TELEPHONE 952-897-1707  
FAX 952-897-3534

GARY C. WILKERSON, P.A.  
KYLE J. HEGNA, P.A.  
JEFFREY W. JACOBS  
MARK E. MULLEN  
TODD J. BAUMGARTNER  
MICHAEL S. SANDBERG

December 1, 2000

OUR FILE NO.  
22602

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Attention: Tammi Cline

**RE: LTC Info Center, LLC**  
**Ref. Number: W00000027498**

Dear Ms. Cline:

Enclosed please find the following documents with regard to the above entity:


1. Articles of Organization;
2. Check in amount \$46.25 for the additional filing fee;
3. Your letter dated November 20, 2000.

Please return the processed documents to my attention.

Contact me if you have any questions.

Very truly yours,

WILKERSON & HEGNA, P.L.L.P.



Jill M. Lindsey

JML/jml  
Enclosures  
22602LA-cor.doc

FILED  
NO DEC -6 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 20, 2000

JILL M. LINDSEY  
7300 METRO BLVD., SUITE 300  
EDINA, MN 55439-2302

SUBJECT: LTC INFO CENTER, L.L.C.  
Ref. Number: W00000027498

We have received your document for LTC INFO CENTER, L.L.C. and check(s) totaling \$78.75 of which \$78.75 has been designated to file this document. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is an additional amount of \$46.25 due. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

The document must contain both the street address of the principal office and the mailing address of the entity.

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: 400A00059372

FILED  
NOV - 6 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION  
OF  
LTC INFO CENTER, L.L.C.**

The undersigned organizer, being a natural person 18 years of age or older, in order to form a limited liability company under Florida Statutes, Chapter 608, hereby adopts the following Articles of Organization:

**ARTICLE I**

The name of this Limited Liability Company is the LTC Info Center, L.L.C. (the "Company").

**ARTICLE II**

The registered agent of this Company is Gregg Kroman, 10 SE Central Parkway, Suite 302, Stuart, Florida 34994.

**ARTICLE III**

The name and address of the principal office of this Company is as follows:

NAME	ADDRESS
Gregg Kroman	10 SE Central Parkway, Suite 302 Stuart, Florida 34994
The mailing address is the same as the above.	

**ARTICLE IV**

Unless dissolved earlier according to law, this Company shall have perpetual existence.

**ARTICLE V**

The members of the Company shall have the power to enter into a business continuation agreement.

**ARTICLE VI**

No member of this Company shall have cumulative voting rights.

**ARTICLE VII**

Any action to be taken by the members of this Company may be taken by written action signed by the members who own voting power equal to the voting power that would be required to take the same action at a meeting of the members at which all members were present. Any action required or

FILED  
NO DEC -6 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

permitted to be taken at a meeting of the Board of Governors of this Company not needing approval by the members, may be taken by written action signed by the number of governors that would be required to take such action at a meeting of the Board of Governors at which all governors are present.

#### ARTICLE VIII

No person shall be personally liable to the Company or its members for monetary damages for breach of fiduciary duty by such person as a governor or manager of the Company; provided, however, that this Article shall not eliminate or limit the liability of a governor or manager to the extent provided by applicable law (i) for any breach of such person's duty of loyalty to the Company or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for any transaction from which such person derived an improper personal benefit, or (iv) for any act or omission occurring prior to the effective date of this Article. No amendment to or repeal of this Article shall apply to or have any effect on the liability or alleged liability of any governor or manager of the Company for or with respect to any acts or omissions of such governor occurring prior to such amendment or repeal.

#### ARTICLE IX

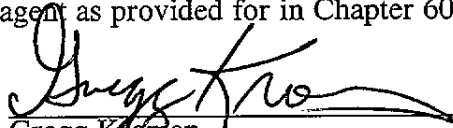
The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

IN WITNESS WHEREOF, I have hereunto set my hand this 30<sup>th</sup> day of OCTOBER, 2000.

  
Gregg Kroman

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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..

  
Gregg Kroman  
Registered Agent

FILED  
09 DEC -6 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA