

GRAY, HARRIS & ROBINSON

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KELLY B. PLANTE, ESQUIRE

L000000015490
December 13, 2000

Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32301

Via Hand Delivery

600003499536--9
-12/13/00--01049--006
*****22.75 *****18.75
155.00 155.00

To Whom It May Concern:

Enclosed for filing, please find the **ARTICLES OF ORGANIZATION**, along with a check in the amount of **\$155.00** for the applicable filing fees and fees to obtain a **CERTIFIED COPY** of the **ARTICLES OF ORGANIZATION** for the following entity:

APC Investments, LLC

Upon receipt, please "date stamp" the copy of this letter provided, and call **Adriano Cotroneo** at 222-7717, when the document is ready. Thank you for your assistance in this matter.

Very truly yours,

Kelly B. Plante
Kelly B. Plante

W 29237

KBP/ams
Enclosures
GHRCORP/GHR2.341
Buchanan/8974-1

APPROVED
AND
FILED
00 DEC 14 AM 11:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
DIVISION OF STATE
REGISTRATION
200 DEC 13 PM 3:57
OFFICE OF FILINGS

ORLANDO
407-843-8880



MELBOURNE
321-727-8100

KB
12-14-00



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 13, 2000

GRAY, HARRIS & ROBINSON

SUBJECT: APC INVESTMENTS, L.L.C.
Ref. Number: W00000029237

We have received your document for APC INVESTMENTS, L.L.C. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6025.

Trevor Brumbley
Document Specialist

Letter Number: 200A00062807

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TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
APC INVESTMENTS, L.L.C.**

The undersigned, desiring to form a Limited Liability Company pursuant to the provisions of the Florida Limited Liability Company Act, Chapter 608 of the Florida Statutes (the "Act") hereby adopt(s) the following Articles of Organization:

ARTICLE I - Name:

The name of the Limited Liability Company is:

APC INVESTMENTS, L.L.C.

ARTICLE II - Address:

The mailing address and street address of the principal office of the Limited Liability Company is:

111 N. Orange Avenue, Suite 1100
Orlando, Florida 32801

ARTICLE III - Duration:

The period of duration for the Limited Liability Company shall commence upon the filing of these Articles of Organization with the Florida Department of State, and shall continue perpetually.

ARTICLE IV - Management:

The Limited Liability Company is to be managed by its Members and each Member shall have the right to participate in management in proportion to its ownership in the Limited Liability Company as provided in the Regulations of the Limited Liability Company.

ARTICLE V - Registered Agent/Registered Office:

The name and street address of the registered agent are:

Kermit L. James, Jr.
111 N. Orange Avenue, Suite 1100
Orlando, Florida 32801

ARTICLE V - Purposes

This Limited Liability Company is organized for the purpose of transacting any or all lawful business for which limited liability companies may be formed under Chapter 608, Florida Statutes.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI - Admission of Additional Members:

No additional members shall be admitted to the Limited Liability Company without unanimous consent of all other members, which consent shall be given or withheld in the sole and absolute discretion of the other members.

ARTICLE VII - Member Rights to Continue Business:

The right of the members of the Limited Liability Company to continue the business of the Limited Liability Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be established by the regulations of the Limited Liability Company.

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.

Signed this 12th day of December, 2000.

KERMIT L. JAMES, JR., CPA, P.A.

By: Kermit L. James, Jr.
Kermit L. James, Jr., President

JACK S. OPPENHEIMER, P.A.

By: Jack S. Oppenheimer
Jack S. Oppenheimer, President

STANLEY E. CREEL, CPA, P.A.

By: Stanley E. Creel
Stanley E. Creel, President

MICHAEL A. WACK, CPA, P.A.

By: Michael A. Wack
Michael A. Wack, President

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REGISTERED AGENT ACCEPTANCE

Having been named as registered agent and to accept service of process for APC INVESTMENTS, L.L.C., 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.

Kermit L. James, Jr.

Registered Agent's Signature

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.

FILING FEES:

\$100.00 Filing Fee for Articles of Organization
\$ 25.00 Designation of Registered Agent
\$ 30.00 Certified Copy (OPTIONAL)
\$ 5.00 Certificate of Status (OPTIONAL)

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00 DEC 14 AM 11:35
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TALLAHASSEE, FLORIDA