

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

LD10000002F33

Proteam & Associates LC

600003672636--6

-02/09/01--01059--025

****125.00 ****125.00

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ☒ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ___ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ___ Cert. Copy
- ☒ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

APPROVED
AND
FILED
01 FEB -9 PM 1:53
RECEIVED
01 FEB -9 PM 12:31
DIVISION OF CORPORATION
2-9-01

Signature

Requested by:

Name SR Date 2/9/01 Time 11:09

Walk-In _____ Will Pick Up _____

ARTICLES OF ORGANIZATION

OF

PROTEAM & ASSOCIATES, L.C.

a Florida Limited Liability Company

ARTICLE I NAME

The name of this Limited Liability Company is PROTEAM & ASSOCIATES, L.C. (the "Company").

ARTICLE II PURPOSE

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

ARTICLE III ADDRESS

The mailing and street address of the Company's principal place of business is 1688 Belcher Road North, Clearwater, Florida 33765.

ARTICLE IV DURATION

The Company's existence shall commence on the filing of these Articles of Organization with the Secretary of State of Florida and shall continue until dissolved or until the occurrence of any one of the following events: the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member of the Company or upon the occurrence of any other event which terminates the continued membership of a member in the Company, unless the existence and business of the Company is continued by consent of all remaining members.

APPROVED
AND
FILED
PAGE 1
01 FEB 29 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Fla. Stat., as the same may be amended from time to time, and as further provided in the Regulations of the Company.

ARTICLE VI MEMBERS

The name and address of the initial member is as follows:

Bowyer Group, Inc.
1688 Belcher Road North
Clearwater, Florida 33765

Norrean Goal
1688 Belcher Road North
Clearwater, Florida 33765

ARTICLE VII ADMISSION OF NEW MEMBERS

The members shall not have the right to admit new members to the Company. New members may come into the Company only upon the agreement of those members owning at least one hundred percent (100%) of the interest in the Company and upon such terms and conditions as the existing members may unanimously agree.

ARTICLE VIII CAPITAL CONTRIBUTIONS, PROFIT/LOSS ALLOCATION AND MEMBER VOTING

A. Initial Contributions. The total amount of cash or property to be initially contributed by each of the initial members of the of the Company is as follows:

<u>Name</u>	<u>Amount</u>	<u>Percentage</u>
Bowyer Group, Inc.	\$500.00	50%
Norrean Goal	\$500.00	50%

B. Profit/Loss Allocation. The profits and losses of the Company shall be allocated among the members in accordance with the Regulations of the Company.

C. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

D. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

ARTICLE IX ADOPTION OF REGULATIONS

The members shall adopt Regulations for the Company, which Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

ARTICLE X AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by a unanimous vote of the members at any annual or special meeting, provided at least ten (10) days written notice is given to each member of the time and place of the meeting and the purpose thereof.

ARTICLE XI INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 401 S. Lincoln Ave., Clearwater, Florida 33756. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as William K. Lovelace, Esquire. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

· **THESE ARTICLES OF ORGANIZATION** have been executed by the undersigned member or authorized representative of the member this 7th day of February, 2001.

AUTHORIZED REPRESENTATIVE
OF BOWYER GROUP, INC.:


William K. Lovelace
WILLIAM K. LOVELACE, ESQUIRE

STATE OF FLORIDA)
COUNTY OF PINELLAS)

The foregoing instrument was acknowledged before me this 7th day of February, 2001, by WILLIAM K. LOVELACE, as Authorized Representative of BOWYER GROUP, INC., who is personally known to me.

Witness my hand and official seal in the county and state last aforesaid on the day and year first written above.

Janette Johnston
Notary Public, State of Florida
My Commission Expires:

 Janette C. Johnston
My Commission CC793472
Expires November 29, 2002

ARTICLES OF ORGANIZATION OF PROTEAM & ASSOCIATES, L.C.

APPROVED
AND
FILED
01 FEB - 9 PM 1:53
PAGE 4
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Florida Statutes and Article XI of these Articles of Organization, the undersigned Registered Agent does hereby accept the duties as Registered Agent and designates as his location for service of process as:

William K. Lovelace, Esquire
401 S. Lincoln Ave.
Clearwater, Florida 33756

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

William K. Lovelace (SEAL)
WILLIAM K. LOVELACE, ESQUIRE