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NEW FILI	NGS	<u>AMENDMENTS</u>	-
	Profit d Liability tication	Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger	
OTHER FI	<u>ILINGS</u>	REGISTRATION/QUALIFICATION -	
	Report ous Name	Foreign Limited Partnership Reinstatement Trademark Other	

Examiner's Initials\

CR2E031(7/97)

#### ARTICLES OF ORGANIZATION

**OF** 

# SOFT TOUCH NORTH OF TALLAHASSEE, LLC

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

#### ARTICLE I -- NAME

The name of the limited liability company shall be SOFT TOUCH NORTH OF TALLAHASSEE, LLC ("company").

# **ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is 2324 N. Monroe Street, Tallahassee, Florida 32303.

## ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State or on another effective date as specified. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

#### ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the state of Florida are Chad P. Gardner, 2324 N. Monroe Street, Tallahassee, Florida 32303.

## ARTICLE V -- ADMISSION OF NEW MEMBERS

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transfered

Page 1 of 4 Pages

shall have no right to participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VI -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

#### ARTICLE VII -- MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The names and addresses of the members of the company are

NAME:	ADDRESS:
NAME:	ADDRESS:

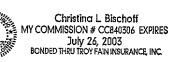
Chad P. Gardner 2324 N. Monroe Street, Tallahassee, Florida 32303 Richard J. Gardner, Jr. 606 Capital Circle, N.E., Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Tallahassee, Florida on February 19, 2001.

Chad P. Gardner

Richard J. Gardner, Jr.

STATE OF FLORIDA, COUNTY OF LEON.	
Sworn to and subscribed before me this He is personally known by me; or as identification.	At day of February, 2001, by Chad P. Gardner. ication.
	Christia & Biscoff Notary Public
	Christina L. Bischoff MY COMMISSION # CC840306 EXPIRES July 26, 2003 BONDED THRU TROY FAIN INSURANCE, INC.
STATE OF FLORIDA, COUNTY OF LEON.	
Sworn to and subscribed before me this <u>f</u> Gardner, Jr. He is personally known by me; or	
() He produced as identifi	cation.
	Christian & Bischoff Notary Public



# <u>CERTIFICATE OF DESIGNATION OF</u> <u>REGISTERED AGENT/REGISTERED OFFICE</u>

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OF THE FLORIDA LIMITED LIABILITY COMPANY ACT, THE LIMITED LIABILITY COMPANY IDENTIFIED BELOW SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING ITS REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of the limited liability company is Soft Touch North of Tallahassee, LLC.
- 2. The name and the Florida street address of the registered agent for **Soft Touch North** of **Tallahassee**, **LLC** are: Chad P. Gardner, 2324 N. Monroe Street, Tallahassee, Florida 32303.

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.

DATED: February 19, 2001

Chad P. Gardner, Registered Agent

