

**LOI 00000 3665**

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FREDERICK J. MILLS  
KEVIN A. DiTANNA

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SUITE 100  
TAMPA, FLORIDA 33606

TELEPHONE (813) 258-3311  
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March 6th, 2001

**Via Federal Express**  
Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

**Re: Filing of Articles of Organization  
WALKER-WEATHERMAN, L.L.C.**

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Organization for the aforesaid limited liability company. Also enclosed is our check in the amount of \$125.00 to cover the cost of the filing. Please file the original of the Articles of Organization, stamp the date of filing on the copy and return it to me via Federal Express using the provided airbill and package a.s.a.p.

If you have any questions or if there are any problems, please do not hesitate to contact me.

Sincerely,

*K. DiTanna*

Kevin DiTanna

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\*\*\*125.00 \*\*\*125.00

KAD/pns

Enclosures:

1. Original Articles of Organization
2. Check in the amount of \$125.00
3. Copy of Articles for return
4. Federal Express Package/Airbill

**LOI-3665**  
*GR*

**ARTICLES OF ORGANIZATION**  
**OF**  
**WALKER - WEATHERMAN, L.L.C.**

The undersigned organizer, hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Organization for the purpose of forming a limited liability company in accordance with the laws of the State of Florida.

**ARTICLE I - NAME**

The name of this limited liability company shall be WALKER - WEATHERMAN, L.L.C.  
(hereinafter the "Company")

**ARTICLE II - PURPOSE**

This Company is organized for the purpose of transacting any or all lawful business in accordance with the laws of Florida as enumerated in the Florida Limited Liability Company Act.

**ARTICLE III - DURATION**

This Company shall have perpetual existence.

**ARTICLE IV - ADDRESS OF PRINCIPAL OFFICE**

The mailing and street address and location of the principal offices of the Company shall be 832 East Memorial Boulevard, Lakeland, Florida 33801, but the Company shall have the power to establish branch offices and other places of business at such other places within or without the state of Florida as may be determined and deemed expedient by the Directors.

FILED  
01 MAR -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE V - REGISTERED AGENT**

The name and street address of the initial registered agent of this Company shall be Frederick J. Mills, Esq. of Morrison & Mills, P.A. at 1200 West Platt Street, Suite 100, Tampa, Florida 33606.

#### **ARTICLE VI - MEMBERSHIP**

This Company shall have two (2) Members initially. The names and addresses of the initial members are:

Gary L. and Betty D. Weatherman,  
as husband and wife  
14605 N. Nebraska Avenue  
Tampa, Florida 33613

Ivan B. and Marilyn P. Walker  
as husband and wife  
1881 Rockledge Drive  
Rockledge, FL 32955

Additional Members may be admitted to the Company only upon unanimous affirmative vote of all of the then existing Members and upon such terms as may be unanimously agreed upon by such exiting Members in writing. At no time during the existence of this Company shall there ever be less than one Member.

#### **ARTICLE VII - MANAGEMENT BY MANAGING MEMBER**

Management of the affairs of this Company is reserved solely to Gary L. and Betty D. Weatherman, who shall at all times hereafter be the Company's Managing Member, unless at such future date, a majority of the Members of the Company agree in writing to have this Company managed by (a) all of the Members of the Company, (b) a Managing Member or Managing Members different from that named herein, or (c) a Manager or Managers, who is or are not a Member or Members of the Company.

### **ARTICLE VIII - ANNUAL MEETING**

The time and place of the annual Members' meeting shall be the 15th day of July of each and every year at the principal offices of the Company unless otherwise fixed in the Regulations or by a resolution of the Members, and the Members may waive notice thereof before or after the meeting.

### **ARTICLE IX - POWERS**

This Company shall have all powers enumerated in the Florida Limited Liability Company Act.

### **ARTICLE X - AMENDMENTS**

This Company reserves the right to amend or repeal any provisions contained in these Articles of Organization or any amendment hereto by unanimous affirmative vote of all of the Members of the Company at the time of such proposed amendment, and any right conferred upon the Members is subject to this reservation.

### **ARTICLE XI - CONTINUATION OF EXISTENCE**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or upon the occurrence of any other event which terminates the continued membership of a Member in the Company, the remaining Member or Members of the Company shall have a right, by a written affirmative vote of a majority of the remaining Members, to continue the existence and business of the Company.

### **ARTICLE XII - REGULATIONS**

The Members shall, within ten (10) days from the date of filing these Articles of Organization with the Secretary of State of the State of Florida, adopt Regulations to govern the operation of this

FILED  
NOV 18 - 7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Company. The Regulations may thereafter be repealed or altered only upon affirmative vote of all of the Members of the Company at the time of such proposed amendment.

### **ARTICLE XIII - CONTRIBUTIONS**

The amount of cash, the description and agreed value of other non-cash contributions, and the amount or description of property anticipated to be contributed by the Members shall be addressed in a separate agreement and/or document.

### **ARTICLE XIV - ADDITIONAL CONTRIBUTIONS**

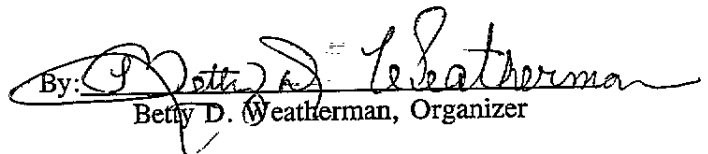
Each Member of the Company shall make additional capital contributions to the Company only upon the unanimous consent of all of the Member.

### **ARTICLE XV - TAX STATUS**

This Company shall be treated as a partnership for federal tax purposes.

IN WITNESS WHEREOF, the undersigned have hereunto set our hands and seal, acknowledged, and filed the foregoing Articles of Organization under the existing laws of the State of Florida.

WALKER-WEATHERMAN, L.L.C., a Florida  
limited liability company

By:   
Betty D. Weatherman, Organizer

FILED  
01 MAR -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of March, 2001, by Betty

D. Weatherman, who is personally known to me or who has produced identification.

Kevin A. DiTanna

NOTARY PUBLIC, STATE OF FLORIDA

Print Name: Kevin A. DiTanna

My Commission Expires:

My Commission No. is:



FILED  
01 MAR -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

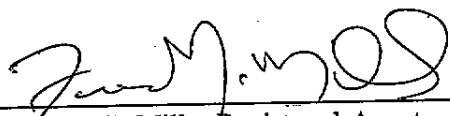
**STATEMENT OF ACCEPTANCE  
OF APPOINTMENT AS REGISTERED AGENT  
FOR  
WALKER-WEATHERMAN, L.L.C.**

FILED  
01 MAR -7 PM 5:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named in the Articles of Organization of

WALKER-WEATHERMAN, L.L.C.

as Registered Agent to accept service of process for the aforesaid company at its registered office at Morrison & Mills, P.A., 1200 West Platt Street, Suite 100, Tampa, Florida 33606, the undersigned does hereby agree to act in this capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties, including those duties and obligations specified in the Florida Limited Liability Company Act.

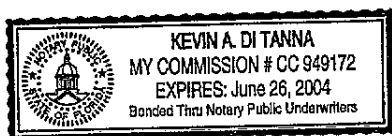
By:   
Frederick J. Mills, Registered Agent


DATE: 3/6/2001

**STATE OF FLORIDA**

**COUNTY OF HILLSBOROUGH**

The foregoing instrument was acknowledged before me this 6<sup>th</sup> day of March, 2001, by Frederick J. Mills, who is personally known to me or who has produced identification.



  
NOTARY PUBLIC, STATE OF FLORIDA  
Print Name: Kevin A. DiTanna  
My Commission Expires:  
My Commission No. is: