

Law Offices

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February 28, 2001

VIA FEDERAL EXPRESS

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: West-End Business Park, L.L.C.

Dear Sirs:

Enclosed are an original and one copy of the Articles of Organization, Affidavit of Membership and Contributions, and Certificate of Designation of Registered Agent/Registered Office for the above limited liability company. Please file the original and return a certified copy of the documents to the undersigned, together with a letter of acknowledgement, in the return pre-paid Federal Express envelope provided.

Also enclosed is our check in the amount of \$133.75 to cover the filing fee of \$125.00 and the cost of a certified copy of the documents (a total of five pages) in the amount of \$8.75.

We are attempting to expedite this matter in anticipation of a real estate closing. If there is a problem with providing us with a certified copy of the documents, kindly telephone the undersigned at 850-224-7000 and request Melbourne extension no. 21743.

Thank you for your assistance in this matter.

Sincerely,

Angela DiSalvo  
Legal Assistant to  
Patrick F. Healy, Esq.

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-03/01/01-01103-002  
\*\*\*133.75 \*\*\*133.75

Angella DiSalvo GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT REMOVE Affidavit + Article  
DATE 3/6/01  
DOC. EXAM [Signature]  
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Enclosures  
MEL1 #455756 v1

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FILED  
01 MAR - 1 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**WEST-END BUSINESS PARK, L.L.C.**

The undersigned, for purposes of forming a limited liability company under the Florida Limited Liability Act, Fla. Stat. Chapter 608, hereby make, acknowledge and file the following Articles of Organization:

**ARTICLE I - NAME**

The name of the limited liability company shall be:

WEST-END BUSINESS PARK, L.L.C.

**ARTICLE II – ADDRESS**

The mailing address and street address of the principal office of the company is:

4320 Woodland Park Drive  
West Melbourne, Florida 32904

**ARTICLE III - DURATION**

The company shall commence its existence on the date these Articles of Organization are filed by the Florida Department of State. 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:

Patrick F. Healy, Esq.  
1499 South Harbor City Boulevard  
Suite 201  
Melbourne, Florida 32901

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TALLAHASSEE, FLORIDA

## **ARTICLE V – CAPITAL CONTRIBUTIONS**

The members of the company shall contribute to the capital of the company the cash or property

## **ARTICLE VI – ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members or as provided in the Regulations.

## **ARTICLE VII – 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 member 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 transferee 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 VIII – 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 a majority (by equity ownership) vote of all the remaining members.

## **ARTICLE IX – MANAGEMENT**

The company shall be managed by a manager 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 or management of the affairs of the company not inconsistent with law or these Articles of Organization. The name and address of the initial manager of the company are:

Cunningham, Ingram and Anderson, Inc.  
4320 Woodland Park Drive  
West Melbourne, Florida 32904

IN WITNESS WHEREOF, the undersigned organizers have made and  
subscribed these Articles of Organization at Melbourne, Florida on FEBRUARY 27,  
2001.

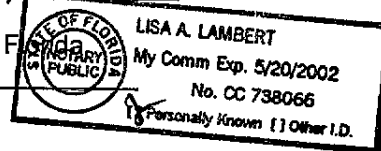
CIA DEVELOPMENT, INC.  
By: John E. Newton, VP  
John E. Newton, Vice President

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of Feb, 2001, by  
John Newton, who [☒] is personally known to me or [☐] has produced  
\_\_\_\_\_ as Identification.

Lisa A. Lambert

Print Name:  
Notary Public-State of Florida  
Commission Number: \_\_\_\_\_



STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this \_\_\_\_\_ day of \_\_\_\_\_, 2001, by  
\_\_\_\_\_, who [☐] is personally known to me or [☐] has produced  
\_\_\_\_\_ as Identification.

Print Name: \_\_\_\_\_  
Notary Public-State of Florida  
Commission Number: \_\_\_\_\_

**WEST-END BUSINESS PARK, L.L.C.**

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.414 or 608.507, West-End Business Park, L.L.C. submits the following statement to designate a registered office and registered agent in the State of Florida:

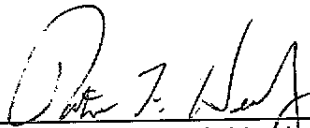
1. The name of the limited liability company is West-End Business Park, L.L.C.

2. The name and street address of the registered agent are:

Patrick F. Healy, Esq.  
1499 South Harbor City Boulevard  
Suite 201  
Melbourne, Florida 32901

The undersigned, being the person named in the Articles of Organization of West-End Business Park, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the Articles of Organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Dated: February 28, 2001

  
\_\_\_\_\_  
Patrick F. Healy  
Registered Agent