

LO1000010862

JACK WILLIAMS  
ATTORNEY AT LAW  
502 HARMON AVENUE  
PANAMA CITY, FLORIDA 32401

MAILING ADDRESS:  
P. O. BOX 2176  
PANAMA CITY, FLORIDA 32402

TELEPHONE NO. (850) 763-5368  
FACSIMILE NO. (850) 763-1806

June 21, 2001

7/5

MJH

Florida Department of State  
Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32315

00789-01122-00671

001-14668

500004437935--7  
-06/22/01--01092--006  
\*\*\*\*125.00 \*\*\*\*125.00

RE: Paradigm Land Services, LLC

Gentlemen:

Enclosed please find an original and a copy of the Articles of Organization and Statement Designating Registered Agent and Office e along with our check made payable to your order in the amount of \$125.00 representing the filing fee.

If the enclosed meet with your approval, I would appreciate your filing the same and returning to the undersigned a copy of the Articles of Incorporation stating that they have been filed for my file. Thank you for your assistance in this matter and should there be any questions, please advise.

Very truly yours,

Mickie Prue

Mickie Prue, Legal Secretary  
to Jack G. Williams

/mp  
Enclosures: as referenced

FILED  
01 JUL -5 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 25, 2001

MICKIE PRUE  
JACK G. WILLIAMS  
502 HARMON AVENUE  
PANAMA CITY, FL 32401

SUBJECT: PARADIGM LAND SERVICES, LLC  
Ref. Number: W01000014668

We have received your document for PARADIGM LAND SERVICES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain both the street address of the principal office and the mailing address of the entity.

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) 487-6051.

Michelle Hodges  
Document Specialist

Letter Number: 401A00038273

FILED

01 JUL -5 PM 4:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF ORGANIZATION of

### PARADIGM LAND SERVICES, LLC

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

#### ARTICLE I

##### NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be Paradigm Land Services, LLC, and its principal office and mailing address shall be 3132 Lisenby Avenue, Suite 103, in the City of Panama City, County of Bay, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

#### ARTICLE II

##### PURPOSES AND POWERS

In addition to the powers and authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### ARTICLE III

#### EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

### ARTICLE IV

#### MANAGEMENT

Management of this limited liability company is reserved to its members whose names and addresses are as follows: Jack G. Morris, 3135 Lisenby Avenue, Suite 103, Panama City, Florida 32405 and Gary W. Tennyson, 3135 Lisenby Avenue, Suite 103, Panama City, Florida 32405.

### ARTICLE V

#### MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

### ARTICLE VI

#### PROFITS AND LOSSES

- (a) *Profit Sharing.* The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the

payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an distributive share of the profits specified as follows: Ninety Percent by Jack C. Morris and Ten Percent by Gary W. Tennyson. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being June 30, 2001.

- (b) *Losses.* All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in the following shares: Ninety Percent by Jack C. Morris and Ten Percent by Gary W. Tennyson.

## ARTICLE VII

### DURATION

This limited liability company shall exist until June 30, 2051, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.


## ARTICLE VIII


### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 502 Harmon Avenue, City of Panama City, County of Bay, State of Florida, and the name of the company's initial registered agent at that address is Jack G. Williams.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Paradigm Land Services, LLC.

Executed by the undersigned at Panama City, Bay County, Florida on this 20<sup>th</sup> day of June, 2001.

  
\_\_\_\_\_  
Jack C. Morris

  
\_\_\_\_\_  
Gary W. Tennyson

STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE

STATE OF FLORIDA,  
COUNTY OF BAY.

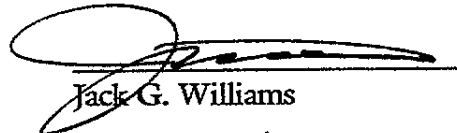
Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Paradigm Land Services, LLC.

The name of the registered agent for Paradigm Land Services, LLC is Jack G. Williams, and the street address where the agent is located is 502 Harmon Avenue, Panama City, Florida 32401.

This statement is to acknowledge that, as indicated above, Paradigm Land Services, LLC, has appointed me, Jack G. Williams, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 this 20<sup>th</sup> day of June, 2001.

  
Jack G. Williams

The foregoing instrument was acknowledge before me this 20<sup>th</sup> day of June, 2001 by Jack G. Williams, on behalf of Paradigm Land Services, LLC, a limited liability company. He is personally known to me or has produced \_\_\_\_\_ as identification.

NOTARY PUBLIC



Sign



Print

My Commission Expires:

