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John H. Patterson, Jr.  
Courthouse Tower, Suite 2000  
44 West Flagler Street  
Miami, Florida 33130-6818  
June 29, 2001

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee FL 32314

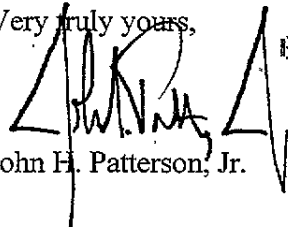
Re: Patterson & Sweeny, LLC

Dear Madam or Sir:

Enclosed is the *original* and a photocopy of executed Articles of Organization of Patterson & Sweeny, LLC. Please file the articles of Organization at your earliest convenience.

Also enclosed is our *original* check number 5053 of even date, made payable to the Division of Corporations in the amount of \$125.00. With kind regards, I remain,

Very truly yours,

  
John H. Patterson, Jr.

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

PAT/ys  
enclosures

[PATP&S, LLC.. LTR.101]

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TALLAHASSEE, FLORIDA

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**ARTICLES OF ORGANIZATION**  
**OF**  
**PATTERSON & SWEENY, LLC**  
**(a Florida Professional Limited Liability Company)**

Pursuant to and in compliance with the requirements of Chapter 621, Florida Statutes (2000), the Florida Professional Service Corporation and Limited Liability Company Act, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a Florida professional limited liability company.

**ARTICLE I**

The name of the professional limited liability company is: "PATTERSON & SWEENY, LLC" (hereinafter referred to as the "Company").

**ARTICLE II**

The existence of the Company shall begin on July 1, 2001.

**ARTICLE III**

The present street address of the principal office of the Company is: Courthouse Tower, Suite 2000, 44 West Flagler Street, Miami, Florida, 33130-6818.

**ARTICLE IV**

The Company is a limited liability company that is organized under Chapter 621, Florida Statutes (2000), the Florida Professional Service Corporation and Limited Liability Company Act (as it may be amended from time-to-time), for the specific, sole, and exclusive purpose of rendering professional legal services. The Company has and may have as its members only other professional limited liability companies, professional corporations, or individuals who themselves are duly licensed or otherwise legally authorized to render the same professional legal services as the Company renders.

**ARTICLE V**

The Company may render professional legal services only through its members,

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officers, employees, and agents who are duly licensed or otherwise legally authorized to render such professional legal services within the State of Florida.

#### ARTICLE VI

The Company shall not engage in any business other than the rendering of the professional legal services for which it was specifically organized; provided, however, the Company shall not be prohibited from investing its funds in real estate, mortgages, stocks, bonds, or any other type of investment, or from owning real or personal property necessary for the rendering of its professional legal services.

#### ARTICLE VII

The Company shall not issue any of its capital stock to anyone other than a professional corporation, a professional limited liability company, or an individual who is not duly licensed or otherwise legally authorized to render the same specific professional legal services as those for which the Company was incorporated. No shareholder of the Company shall enter into a voting trust agreement or any other type of agreement vesting another person or entity with the authority to exercise the voting power of any or all of that person's stock.

No person or entity shall be admitted as a member of the Company unless such person is a professional limited liability company, or an individual who is duly licensed or otherwise legally authorized to render the same specific professional legal services as those for which the Company was incorporated. No member of the Company shall enter into a voting trust agreement or any other type of agreement vesting another person or entity with the authority to exercise any of that member's voting power in the Company.

#### ARTICLE VIII

If any member, officer, shareholder, agent, or employee of the Company, who has been rendering professional legal services to the public, becomes legally disqualified to render such professional services within the State of Florida, or accepts employment that, pursuant to existing law, places restrictions or limitations upon that person's continued rendering of such professional services, then that person shall sever all employment with, and financial interests in, the Company forthwith.

## ARTICLE IX

No member of the Company may sell or transfer ownership interest in the Company, except to another professional corporation, professional limited liability company, or individual, each of which must be eligible to be a member of the limited liability company.

No member of the Company may sell or transfer any ownership interest in the Company, or any authority to exercise any of that member's voting power in the Company, unless the holder of the Common "A" Share in the Company declines the first right to purchase or accept the transfer on the identical terms and conditions.

## ARTICLE X

The Company shall exchange shares or merge only with other domestic professional corporations or limited liability companies organized under Chapter 621, Florida Statutes (2000), the Florida Professional Service Corporation and Limited Liability Company Act (as it may be amended from time-to-time), for the specific purpose, and exclusive purpose of rendering professional legal services. The Company shall not merge into or consolidate with any foreign corporation or limited liability company.

## ARTICLE XI

The maximum number of shares that the Company is authorized to issue is three (3) Common Shares, one share of which shall be an "equity" Common "A" Share, and the remaining two shares of which shall be "non-equity" Common "B" Shares. All Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The "equity" Common "A" Share shall be allocated one hundred percent (100%) of the capital, assets, and property of the Company, and shall be issued to John H. Patterson, Jr. Two of the "non-equity" Common "B" Shares shall be allocated zero percent (0.00%) of the capital, assets, and property of the Company, and shall be issued to John H. Patterson, P.A. and James H. Sweeny, III, P.A., respectively. None of the shares in Patterson & Sweeny, LLC shall be memorialized by certificates of shares.

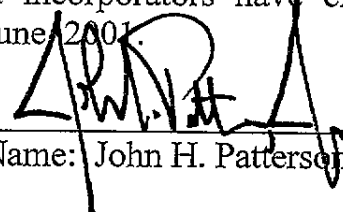
## ARTICLE XII

The initial board of directors shall consist of three (3) members. The names and address of the persons who will serve on the initial board of directors, and who are

signing these Articles of Organization, are:

Name	Title	Address
John H. Patterson, Jr.	President	44 W. Flagler St., Ste. 2000 Miami, Florida 33130-6818
John H. Patterson	Vice President & Treasurer	44 W. Flagler St., Ste. 2000 Miami, Florida 33130-6818
James H. Sweeny, III	Secretary	44 W. Flagler St., Ste. 2000 Miami, Florida 33130-6818

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Organization this 21st day of June, 2001.

  
Name: John H. Patterson, Jr.

John H. Patterson, P.A.

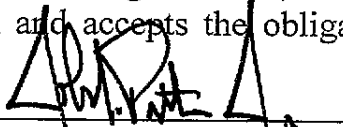
By:   
John H. Patterson, President

James H. Sweeny, III, P.A.

By:   
James H. Sweeny, III, President

#### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for PATTERSON & SWEENY, LLC, at Courthouse Tower, Suite 2000, 44 West Flagler Street, Miami, Florida, 33130-6818, the undersigned is familiar with and accepts the obligations of that position pursuant to Florida Statutes.

  
Name: John H. Patterson, Jr.  
Date: June 21st, 2000