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November 13, 2001

FRED D. FRANKLIN, JR.
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franklin@hklaw.com

Registration Section
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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***125.00 ***125.00

Re: INF Distributors, L.L.C. - Articles of Organization

Dear Sir/Madame:

Enclosed please find INF Distributors, L.L.C.'s Articles of Organization along with its Certificate Designating Place of Business or Domicile for the Service of Process within Florida, Naming Agent Upon Whom Process May be Served. I have also enclosed a check in the amount of \$125 made payable to Florida Department of State which represents the filing fee for the referenced documents.

Please do not hesitate to call me at the above number should you have any questions or comments regarding this matter.

Very truly yours,

HOLLAND & KNIGHT LLP

Fred D. Franklin, Jr.

FDFjr:js
Enclosures

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

12

ARTICLES OF ORGANIZATION
OF
INF DISTRIBUTORS, L.L.C.

ARTICLE I – NAME

The name of this Limited Liability Company is INF Distributors, L.L.C. (the "Company").

ARTICLE II – DURATION

The Company will exist for perpetuity from and after the date of filing these Articles of Organization with the Secretary of State of the State of Florida unless dissolved pursuant to the Regulations of the Company or according to law.

ARTICLE III – ADDRESS

The address of the principal office and the mailing address of the Company is 7563 Phillips Highway, Suite 201, Jacksonville, Florida 32256.

ARTICLE IV – INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent is Fred D. Franklin, Jr. and the street address of the initial registered agent is 50 North Laura Street, Suite 3900, Jacksonville, Florida 32202.

ARTICLE V – ADMISSION OF ADDITIONAL MEMBERS

Additional members may be admitted to the Company pursuant to the procedures provided in the Regulations of the Company as such Regulations may be amended from time to time.

Prepared by: Fred D. Franklin, Jr.
Florida Bar No. 300578
50 North Laura Street, Suite 3900
Jacksonville, Florida 32202
Ph: (904) 353-2000

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DIVISION OF CORPORATE AFFAIRS
JACKSONVILLE, FLORIDA

ARTICLE VI – CONTINUATION OF BUSINESS

The business of the Company will continue after the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member, or upon any other event that terminates continued membership of a member.

ARTICLE VII – MANAGEMENT OF THE COMPANY

Management of the Company will be vested in the Members.

ARTICLE VIII – REGULATIONS

The rights and duties of the members of the Company are set forth in the Regulations of the Company.

IN WITNESS WHEREOF, the undersigned person has executed these Articles of Organization this 1 day of November, 2001.

INF DISTRIBUTORS, L.L.C.

By: 

Fred D. Franklin, Jr.

Authorized Agent of a Member

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2001 NOV 5 AM 11:45
DIXON & COMPANY
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 608.415, Florida Statutes, the following is submitted:

That INF Distributors, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 7563 Phillips Highway, Suite 201 Jacksonville, Florida 32256, has named Fred D. Franklin, Jr., located at 50 North Laura Street, Suite 3900, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.

INF DISTRIBUTORS, L.L.C.

By: 

Print Name: Fred D. Franklin, Jr.

Date: 11/1, 2001

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this certificate, Fred D. Franklin, Jr. hereby agrees to act in this capacity, and Fred D. Franklin, Jr. further acknowledges that it is familiar with and accepts the obligations of the position and agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.


Fred D. Franklin, Jr.

Date: 11/1/01

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