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WEST PALM BEACH

**LO2000008395** **FOLEY & LARDNER**  
ATTORNEYS AT LAW

April 4, 2002

**VIA HAND DELIVERY**

Division of Corporations  
Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

500005196385--3  
-04/08/02--01002--022  
\*\*\*\*\*155.00 \*\*\*\*\*155.00


Re: Deep, LLC

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Organization for Deep, LLC, along with our check in the amount of \$155.00 to cover the costs of filing the same, and a certified copy.

Please contact my assistant, Allison Allen, when the certified copy is available for pickup.

Sincerely,

  
Walter H. Wolfe, Jr.

FILED  
02 APR -9 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Name	
Availability	
Document	WHWO/ama
Enclosures	
Examiner	DCC
Updater	DCC
Updater	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

FOLEY & LARDNER  
106 EAST COLLEGE AVENUE, SUITE 900  
TALLAHASSEE, FLORIDA 32301-7732

TEL: 850.222.6100  
FAX: 850.561.6475  
WWW.FOLEYLARDNER.COM

EMAIL ADDRESS  
wwolfe@foleylaw.com

CLIENT/MATTER NUMBER  
063793-0102

010.133851.1

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02 APR -5 PM 3:33  
TALLAHASSEE, FLORIDA

**LO2000008395**

mem or rep

6 pages  
LO2000009695

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**FOLEY LARDNER**  
ATTORNEYS AT LAW

April 9, 2002

**VIA HAND DELIVERY**

Diane Cushing  
Corporate Specialist  
Division of Corporations  
Secretary of State  
409 E. Gaines Street  
Tallahassee, FL 32399

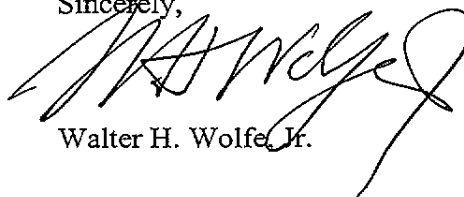
Re: Deep, LLC

Dear Ms. Cushing:

Enclosed please find the original and one (1) copy of the Articles of Organization for Deep, LLC. You will note we have added the title "Managing Member" under Kevin W. Smith's name on the signature line on page 2 and on the signature line of the registered agent appointment page. Article VII of the Articles states that Mr. Smith is in fact the Managing Member.

If you have any further questions or concerns please contact me or my assistant, Elizabeth Nix.

Sincerely,



Walter H. Wolfe, Jr.

WHW/epn  
Enclosures

FOLEY & LARDNER  
106 EAST COLLEGE AVENUE, SUITE 900  
TALLAHASSEE, FLORIDA 32301-7732

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02 APR -9 AM 11:55  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 5, 2002

WALTER H. WOLFE, JR.  
FOLEY LARDNER  
106 E. COLLEGE AVENUE, SUITE 900  
TALLAHASSEE, FL 32301-7732

SUBJECT: DEEP, LLC  
Ref. Number: W02000009695

We have received your document for DEEP, LLC and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

It must be signed by a member or an authorized representative. We do not accept the organizer signature.

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) 245-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 202A00020245

**ARTICLES OF ORGANIZATION  
OF  
DEEP, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby makes, acknowledges, and files the following Articles of Organization:

**ARTICLE I -- NAME**

The name of the limited liability company shall be DEEP, LLC (the "Company").

**ARTICLE II -- DURATION**

The Company shall commence its existence on the date these Articles of Organization are filed with the Florida Department of State. The Company's existence shall be perpetual, unless otherwise dissolved as provided in these Articles of Organization.

**ARTICLE III -- PRINCIPAL OFFICE**

The street address and mailing address of the principal office of the Company shall be Commerce Boulevard, Midway, FL 32343.

**ARTICLE IV -- INITIAL REGISTERED AGENT**

The mailing and street address of the office of the initial registered agent of the Company in the State of Florida is:

F & L Corp.  
200 Laura Street  
Jacksonville, Florida 32202

**ARTICLE V -- ADMISSION OF NEW MEMBERS AND  
TRANSFERABILITY OF INTERESTS**

No additional members shall be admitted to the Company without first obtaining the unanimous written consent of all the then existing members of the Company, which consent shall be on such terms and conditions as shall be determined by all such then existing members. A member may transfer his, her or its interest in the Company as set forth in the regulations of the Company; provided that such transferee shall have no right to participate in the management of the business and affairs of the Company or become a member of the Company unless all the other members of the Company, other than the member proposing to transfer such interest, approve of the proposed transfer by unanimous written consent.

02 APR -9 PM 1:44  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

## ARTICLE VI -- TERMINATION OF EXISTENCE

The Company shall be dissolved on the death, retirement, resignation, expulsion bankruptcy, or dissolution of a member 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 the unanimous consent of all the remaining members within ninety (90) days after the occurrence of such event.

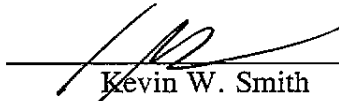
## ARTICLE VII -- MANAGEMENT

The Company shall be managed by its members in accordance with regulations adopted by the member for the management of the business and affairs of the Company. These regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the managing member of the Company is:

Kevin W. Smith  
1080 Commerce Boulevard  
Midway, FL 32343

IN WITNESS WHEREOF, the undersigned Organizer has made and subscribed these Articles of Organization at Tallahassee, Florida, on this 2 day of APRIL 2002

ORGANIZER

  
Kevin W. Smith  
Managing Member

FILED  
02 APR - 9 PM 1:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATION OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of Section 608.415, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the limited liability company is DEEP, LLC.
2. The name and address of the registered agent and office is:

F & L Corp  
200 Laura Street  
Jacksonville, Florida 32202

DATED: 4/2, 2002.

DEEP, LLC

By: \_\_\_\_\_

Kevin W. Smith

As Its Organizer

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 APR -9 PM 1:44

FILED

**ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED LIMITED LIABILITY COMPANY AT THE PLACE DESIGNATED IN THIS CERTIFICATE, THE UNDERSIGNED HEREBY 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 ITS DUTIES AND IS FAMILIAR WITH AND ACCEPTS THE OBLIGATIONS OF ITS POSITION AS REGISTERED AGENT.

F & L CORP

By: \_\_\_\_\_

Thomas J. Maida

DATE: April 4, 2002