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FOLEY & LARDNER

ATTORNEYS AT LAW

L020000016898

FILED  
2002 JUL -3 PM 1:17  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

July 3, 2002

VIA HAND DELIVERY

Florida Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

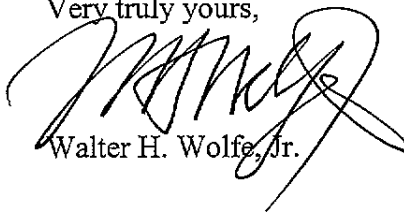
Re: L-P-W Development Group, L.L.C.

Dear Sir or Madam:

Enclosed please find the Articles of Organization of L-P-W Development Group, LLC, the Certification of Designation of Registered Agent and Registered Office and a check in the amount of \$125.00 representing the filing fee. You will also find one copy of the articles and certification to be file stamped on an expedited basis and returned to our courier. Also, please contact me when the certified copy is ready to be picked up.

Thank you for your assistance. Should you have any questions concerning this matter, please contact my office.

Very truly yours,

  
Walter H. Wolfe, Jr.

WHWO/epn  
Enclosures

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

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CLIENT/MATTER NUMBER  
080847-0101

010.135463.1

J. BRYAN JUL - 5 2002

**ARTICLES OF ORGANIZATION  
OF  
L-P-W DEVELOPMENT GROUP, LLC**

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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 L-P-W DEVELOPMENT GROUP, 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 1909 Capital Circle NE, Tallahassee, Florida 32308.

**ARTICLE IV -- INITIAL REGISTERED AGENT**

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

Bert S. Pope  
1909 Capital Circle NE  
Tallahassee, Florida 32308

**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.


## 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.

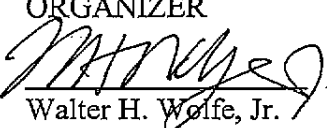
## ARTICLE VII -- MANAGEMENT

The Company shall be managed by one or more of its members 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 and management of the affairs of the Company not inconsistent with law or these Articles of Organization. The name and address of the initial Managing Member of the Company is Walter H. Wolfe, Jr.

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these Articles of Organization at Tallahassee, Florida, on this 22 day of July, 2002.

ORGANIZER  
  
\_\_\_\_\_  
Halley B. Lewis

ORGANIZER  
  
\_\_\_\_\_  
Bert S. Pope

ORGANIZER  
  
\_\_\_\_\_  
Walter H. Wolfe, Jr.

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**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 L-P-W Development Group, LLC.
2. The name and address of the registered agent and office is:

Bert S. Pope  
1909 Capital Circle NE  
Tallahassee, FL 32308

DATED: July 2, 2002.

L-P-W DEVELOPMENT GROUP, LLC

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

Halley B. Lewis

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

Bert S. Pope

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

Walter H. Wolfe, Jr.

As the Organizers of the Company

**ACCEPTANCE OF REGISTERED AGENT**

Having been named as Registered Agent to accept service of process for the above named limited liability company at the place designated in this Certificate, the undersigned hereby accepts appointment as Registered Agent and agrees to serve in that capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of the position of Registered Agent.

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

Bert S. Pope

Date: July 2, 2002

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