

**L62000018771**

**PADEREWSKI, DANNHEISSER & SWEETING, P.A.**

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MICHAEL E. SWEETING  
MARK T. FLAHERTY

July 19, 2002

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-07/24/02--01028--002  
\*\*\*\*125.00 \*\*\*\*125.00

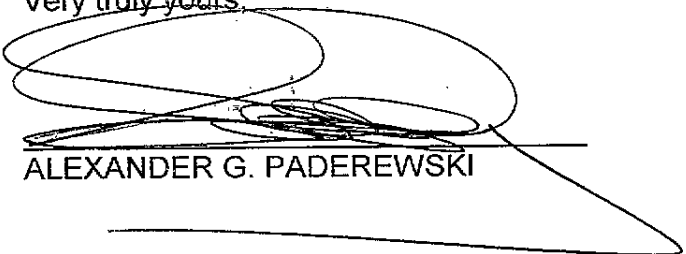
RE: Defiance, LLC.

To Whom it May Concern:

Please find enclosed two original Articles of Organization of Defiance, LLC., along with a Certificate of Designation of Registered Agent. The requisite filing fee of \$125.00 is also enclosed herewith.

Please register said limited liability company and return proof of registration to me at the above address. Thank you for your prompt attention to this matter.

Very truly yours,

  
ALEXANDER G. PADEREWSKI

AGP/as  
Enclosures

**FILED**  
02 JUL 24 AM 9:00  
TALLAHASSEE, FLORIDA

PERSONAL INJURY & WRONGFUL DEATH • WORKERS' COMPENSATION  
FAMILY LAW • CRIMINAL LAW • GENERAL PRACTICE

7/25/02  
HST

**ARTICLES OF ORGANIZATION**

**OF**

**DEFIANCE, LLC.**

**ARTICLE I - NAME**

The name of the Florida limited liability company shall be DEFIANCE, LLC.

**ARTICLE II - DURATION**

The duration of the Company shall be perpetual unless the Company dissolves in accordance with the provisions of the Company's regulations or these Articles of Organization.

**ARTICLE III - ADDRESS**

The mailing address and the street address of the principal office of the company is 1834 Main Street, Sarasota, Florida, 34236.

**ARTICLE IV - REGISTERED AGENT**

The name and address of the registered agent of the Company is:

Alexander G. Paderewski  
1834 Main Street  
Sarasota, Florida 34236

**ARTICLE V - PERCENTAGE INTEREST; MEMBERSHIP CERTIFICATE**

The profits and losses of the Company shall be allocated to the members in accordance with and in proportion to each member's Percentage Interest (which shall be equal to the number of Units owned by a member divided by the total number of Units owned by all of the members), unless otherwise provided in the Regulations of the Company. A member's interest in the Company may be evidenced by a membership Certificate issued by the Company.

FILED  
02 JUL 24 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VI - DISSOLUTION**

The Company shall be dissolved upon the death, bankruptcy, dissolution or termination of a member's membership in the Company for any reason, unless the business of the Company is continued by the consent of all the remaining members of the Company within 30 days after any of these events.

## **ARTICLE VII - TRANSFERABILITY OF MEMBER'S INTEREST**

No member shall have the right to assign the member's interest in the Company without the written agreement of a majority of the units. If a majority of the Units do not approve the assignment, the assignee shall have no right to become a member, to participate in the management of the Company or to exercise any other rights or powers of a member. The assignee shall merely be entitled to receive the share of profits and other distributions and the allocation of income, gain, loss deduction, credit or similar item to which the assignor was entitled, to the extent assigned.

## **ARTICLE VIII - MANAGEMENT**

The management of the Company is reserved to the members. The name and address of each member is:

1. Phil McCown, Jr.

## **ARTICLE IX - PURPOSE OF THE COMPANY**

The purpose of the Company shall be to engage in any lawful commercial activity for which a limited liability company may be formed under the Florida Limited Liability Company Act.

FILED  
02 JUL 24 AM 9:00  
HALL COUNTY CLERK  
TALLAHASSEE, FLORIDA

## ARTICLE X - COMPANY EXISTENCE

The Company's existence shall begin effective as of July \_\_\_\_\_, 2002.



PHIL MCCOWN

Date: July 19, 2002

FILED  
02 JUL 24 AM 9:00  
TALLAHASSEE, FLORIDA