

LO2000023561

Private Client Group

50 North Laura Street  
Suite 3700  
Jacksonville, Florida 32202  
800 937 0268  
FAX 904 634 6038



**Merrill Lynch**

July 12, 2002

To Whom it may concern,

Please accept this as a cover letter to go along with our Articles of Organization and Affidavit and our Designation of Registered Agent. If you have any questions I can be reached during the day at 904-634-6046. Our Business address is 1 Independent Drive, Suite 100, PMB 30, Jacksonville, FL 32202.

Sincerely,

Kendall S. Park

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-07/15/02--01069--001  
\*\*\*\*285.00 \*\*\*\*160.00

FILED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Affidavit*

Name	
Availability	
Document	
Examiner	DCC
Reporter	DCC
Member	
Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

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6 pages

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Privat Client Group

50 North Laura Street  
Suite 3700  
Jacksonville, Florida 32202

904-634-6076 or 800-937-0268

David J. DeLuca  
Kendal S. Park  
Lani Anderson



## The DeLuca Group

Fax # 904-634-6154

Date: 9/11/02

To: Diane Cushing

Fax #: 850-410-1015

Number of pages including cover sheet: 4

From: Kendall Park.

Message:

RE V P Holdings Group LLC  
Please let me know if you need any-  
thing else. We never received  
our rejected application back from you.



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

July 17, 2002

KENDALL S. PARK  
1 INDEPENDENT DRIVE, SUITE 100, PMB 30  
JACKSONVILLE, FL 32202

SUBJECT: VP HOLDINGS GROUP LLC  
Ref. Number: W02000020660

We have received your document for VP HOLDINGS GROUP LLC and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Effective October 1, 1999, Chapter 608, Florida Statutes, does not require or permit the filing of an "Affidavit of Membership and Capital Contributions." Therefore, the enclosed document has not been filed and is being returned to you.

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: 002A00043928

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY****ARTICLE I - Name:**

The name of the Limited Liability Company is:

VP Holdings Group LLC

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

1 Independent Drive, Suite 100, PMB 30, Jacksonville, FL 32202

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be:

30 Years

**ARTICLE IV - Management:**

(Check the appropriate box and complete the statement)

☐ The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

☒ The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

Kendall Park, 1 Independent Drive, Suite 100, PMB 30, Jacksonville, FL  
32202, Tobin J. Vranicar, 1 Independent Drive, Suite 100, PMB 30,  
Jacksonville, FL 32202

**ARTICLE V - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

No member may assign his rights in the Company, voluntarily or involuntarily without the express written of the all the remaining members.

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TALLAHASSEE, FLORIDA

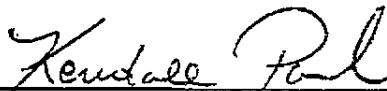
**ARTICLE VI - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

Within 30 days after a termination of a member's interest, the remaining members may vote to continue the Company business.

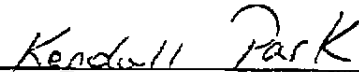
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TALLAHASSEE, FLORIDA

Signature of a member or an authorized representative of a member.

(In accordance with section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Typed or printed name of signee

Filing Fee: \$250.00 for Articles and Affidavit

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: \_\_\_\_\_

VP Holdings Group LLC

2. The name and the Florida street address of the registered agent are:

T.J. Vranicar

NAME

1 Independent Drive, Suite 100,

Florida street address (P. O. Box NOT ACCEPTABLE)

Jacksonville

FL 32202

CITY, STATE AND ZIP

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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*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, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*



SIGNATURE

**Filing Fee: \$ 35 for Designation of Registered Agent**