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DESCRIPTION OF STATE

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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		LTD Partnership File
		Foreign Corp. File
		Foreign Corp. File  L.C. File  SSEPT
		Fictitious Name File
		Trade/Service Mark
		Merger File 5
		Art. of Amend. File
		RA Resignation
		Dissolution / Withdrawal
		Annual Report / Reinstatement
		Cert, Copy
		Photo Copy
		Certificate of Good Standing
		Certificate of Status
		Certificate of Fictitious Name
		Corp Record Search
		Officer Search
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#### **ARTICLES OF ORGANIZATION**

#### **OF**

#### RO-LE-RO, L.L.C.

The undersigned, being authorized to execute and file these Articles, hereby that:

#### ARTICLE I - NAME

The name of the limited liability company is RO-LE-RO, L.L.C. (the "Company").

#### **ARTICLE II - ADDRESS**

The mailing address of the principal office of the Limited Liability Company is 2933 West State Road 434, Suite 101, Longwood, Florida 32779. The street address of the principal office of the Limited Liability Company is 2933 West State Road 434, Suite 101, Longwood, Florida 32779. The registered office of the Limited Liability Company is 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547.

#### **ARTICLE III - DURATION**

The period of duration for the Limited Liability Company shall commence on the date set forth below (i.e., the date of subscription and acknowledgment of these Articles of Organization) and shall be perpetual unless the Limited Liability Company is terminated as provided in its regulations; provided, however, that the remaining members may continue the existence of the Limited Liability Company as provided in Article VI below and as further provided in its regulations.

#### ARTICLE IV - MANAGEMENT

The Limited Liability Company is to be managed by the members and the names and addresses of the managing members are: Wayne Rogers, 2933 West State Road 434, Suite 101, Longwood, Florida 32779; H. Jay Royall, Jr., 2933 West State Road 434, Suite 101, Longwood, Florida 32779; and James Lee, III, 103 Oxmoor Road, Birmingham, Alabama 35209.

#### ARTICLE V - ADMISSION OF ADDITIONAL MEMBERS

New members of the Limited Liability Company shall be admitted only upon the consent of all the members or otherwise pursuant to the terms and provisions of its regulations.

## ARTICLE VI - MEMBERS' RIGHTS TO CONTINUE BUSINESS

The remaining members of the Limited Liability Company shall have the right, by unanimous consent, pursuant to the terms and provisions of its regulations, to continue the business of the Limited Liability Company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which otherwise terminates the continued membership of a member in the Limited Liability Company.

C. LeDON ANCHORS

### CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

RO-LE-RO, L.L.C. (the "Company"), desiring to organize as a limited liability company under the laws of the State of Florida, with its registered office, as indicated in its Articles of Organization, at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, has named C. LeDon Anchors, located at 909 Mar Walt Drive, Suite 1014, Fort Walton Beach, Florida 32547, as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT**

Having been named as registered agent and to accept service of process for the above stated 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.

Date: March 12\_ .2003

C LeDon Anchors

THIS INSTRUMENT PREPARED BY C. LeDon Anchors Anchors, Foster, McInnis & Keefe, P.A. 909 Mar Walt Drive, Suite 1014 Fort Walton Beach, Florida 32547 Telephone: (850) 863-4064