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LIMITED LIABILITY COMPANY

Lovett Holdings, LLC

Certificate of Status	0
Certified Copy	1
Page Count	03
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03 MAR 19 AM 8:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION
OF
LOVETT HOLDINGS, LLC**

Pursuant to the provisions of Chapter 608, Florida Statutes, 2001, the undersigned hereby adopts the following Limited Liability Company Articles of Organization:

ARTICLE I - NAME

The name of this Limited Liability Company is Lovett Holdings, LLC

ARTICLE II - DURATION

The Company shall exist perpetually.

ARTICLE III - MAILING ADDRESS AND STREET ADDRESS

The mailing address and the street address of the principal office of the Company is 1500 W. 11th Street, Panama City, FL 32401.

ARTICLE IV - INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent of the Company is Scott B. Barloga, Esq. whose address is 220 McKenzie Avenue, Panama City, Florida 32401.

ARTICLE V - MEMBERSHIP

The Members may permit the admission of Additional Members, upon the unanimous consent of all Members of the Company.

THIS INSTRUMENT PREPARED BY:
Scott B. Barloga, Esq.
Fla. Bar No. 0048143
Barron, Redding, Hughes, Fite,
Fansom, Sanborn & Kiehn, P.A.
220 McKenzie Avenue
P.O. Box 2467
Panama City, FL 32402
(850) 785-7454

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ARTICLE VI - CONTINUATION OF BUSINESS

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or the occurrence of any other event which would otherwise terminate the continued membership of a Member in the Company, the remaining Members of the Company may continue the business of the Company.

ARTICLE VII - MANAGEMENT

The Company shall be managed by its Members. The names and addresses of the initial Members of the Company are as follows:

- 1. ALLEN POPE 1500 W. 11th Street, Panama City, Florida 32361

IN WITNESS WHEREOF, the undersigned Scott B. Barloga, Esq., being the authorized representative of the initial member of the Company, has executed these Articles of Organization on this 19th day of March, 2003.

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TALLAHASSEE FLORIDA

Scott B. Barloga

Scott B. Barloga, Esq.

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 19th day of March, 2003, by Scott B. Barloga, Esq., who: (notary must check applicable box)

- is personally known to me.
- produced a current Florida driver's license as identification.
- produced _____ as identification.

(SEAL)



Carol Lynn Grissett

(Print Name)

Notary Public
Commission # _____
My Commission Expires: _____

Fax Audit No. H03000085302 5

STATEMENT OF ACCEPTANCE AND DESIGNATION OF REGISTERED AGENT
OF
LOVETT HOLDINGS, LLC

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TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF BAY

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is Lovett Holdings, LLC

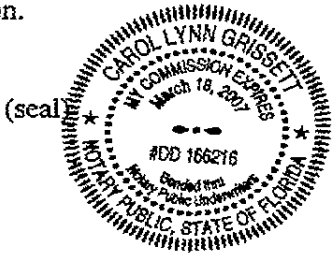
The name of the registered agent for Lovett Holdings, LLC, is Scott B. Barloga, Esq., and the street address of the agent is 220 McKenzie Avenue, Panama City, Florida, 32401.

This statement is to acknowledge that, as indicated above, Lovett Holdings, LLC, has appointed me, Scott B. Barloga, Esq., as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

DATED this 19th day of March, 2003.

Scott B. Barloga, Esq.
Registered Agent

The foregoing instrument was acknowledged before me this 19th day of March, 2003, by Scott B. Barloga, Esq., agent on behalf of Lovett Holdings, LLC, a limited liability company. He is personally known to me or has produced na as identification.



Carol Lynn Grissett
Notary Public