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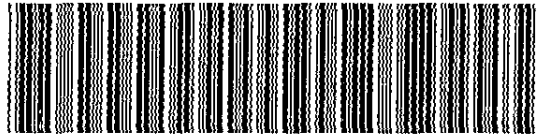
Document
Examiner DCC

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Acknowledgement DCC

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07/28/03--01020--018 **160.00

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03 AUG 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RA acceptance

L030000 21765

HARRISON, RIVARD, ZIMMERMAN & BENNETT

CHARTERED
ATTORNEYS AND COUNSELORS AT LAW
PANAMA CITY, FLORIDA

WILLIAM G. HARRISON JR.
BO RIVARD
NEVIN J. ZIMMERMAN
DERRICK G. BENNETT

P. O. Box 12 32402
109 HARRISON AVENUE 32401
(850) 767-5955
FAX (850) 767-5953

July 25, 2003

Department of State
Division Of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

Sent via U.S. Postal Service

Re: D, G & G, LLC

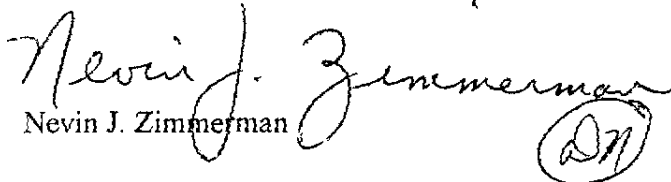
Dear Sir or Madam:

Please find enclosed herewith the original executed Articles of Incorporation for D, G & G, LLC submitted to you for filing as a limited liability company in the State of Florida. We would like a Certificate of Status, along with a Certified Copy of Record.

Enclosed also herewith please find a check for the filing fee in favor of the Secretary of State in the amount of \$160.00.

Your assistance in filing same would be most appreciated.

Very truly yours,


Nevin J. Zimmerman

NJZ/djn

enclosures, as stated

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03 AUG 18 AM 8 00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 1, 2003

NEVIN J. ZIMMERMAN
HARRISON RIVARD ZIMMERMAN & BENNETT
P.O. BOX 12
PANAMA CITY, FL 32402

SUBJECT: D, G, & G, LLC
Ref. Number: W03000021765

We have received your document for D, G, & G, LLC and your check(s) totaling \$160.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

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
Document Specialist

Letter Number: 403A00044440

ARTICLES OF ORGANIZATION

OF

D, G, & G, LLC, a Limited Liability Company

FILED
03 AUG 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

Name and Principal Place of Business

The name of the limited liability company shall be D, G, & G, LLC, and its principal office and mailing address shall be located at 641 West Fifteenth Street, Panama City, Florida 32401, County of Bay, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate, and does hereby designate 2926 North Slappey Boulevard, Albany, Georgia as a branch office.

ARTICLE II

Duration, Purposes and Powers

The limited liability company shall be created on the day these articles are filed, and shall continue perpetually, unless dissolved as provided Article VIII of the Operating Agreement for the limited liability company. In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes Annotated.

2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.

3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III
Exercise of Powers

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV
Management

This limited liability company shall be managed by Braxton Greer, as manager. The name and address of the person who shall serve as manager until his successor is elected and qualified is as follows: Braxton Greer, 2926 North Slappey Boulevard, Albany, GA 31701. Successor managers shall be reserved to its members, whose names and addresses are as follows:

Braxton Greer
2926 North Slappey Boulevard
Albany, GA 31701

Leon Daggs
4060 S. Ferdon Blvd.
Crestview, FL 32536

George Gainer
641 West Fifteenth Street
Panama City, FL 32401

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V
Membership Restrictions

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members; provided, however, that upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to purchase such terminating member's share of the business as further set forth in the Operating Agreement and continue the business.

ARTICLE VI
Capital Contributions

Capital contributions in the total amount of One Hundred Thousand Dollars (\$100,000) cash shall be paid to the limited liability company by all member with Leon Daggs contributing Fifty-One Thousand Dollars (\$51,000) or fifty-one percent (51%), George Gainer contributing Twenty-Four Thousand, Five Hundred Dollars (\$24,500) or twenty four and one-half percent (24.5%), and Braxton Greer contributing Twenty-Four Thousand, Five Hundred Dollars (\$24,500) or twenty four and one-half percent (24.5%) (The "Original Contributions"). Additional contributions will be made as required for investment purposes, as determined by the members. Members will make subsequent contributions in the same ratio as the Original Contributions.

ARTICLE VII
Profits and Losses

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company, and provided that after such distribution, the value of the remaining assets exceeds the amount of its liabilities other than for contributed capital. Each member shall be entitled to the distributive share of the profits specified as follows: fifty-one percent (51%) to Leon Daggs, twenty four and one-half percent (24.5%) to George Gainer and twenty four and one-half percent (24.5%) to Braxton Greer. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being May 20, 2003.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or if these sources are insufficient to cover such losses, by the members in the following shares: fifty-one percent (51%) to Leon Daggs, twenty four and one-half percent (24.5%) to George Gainer and twenty four and one-half percent (24.5%) to Braxton Greer.

ARTICLE VIII
Initial Registered Office and Registered Agent

The address of the initial registered office of the limited liability company is 641 West Fifteenth Street, Panama City, Florida, and the name of the company's initial registered agent at that address is George Gainer.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of D, G, & G, LLC.

Executed by the undersigned at Panama City, Florida [designate place of execution] on 8/20/03 [date].

Christine Billeau
Witness

Leon Daggs
Leon Daggs

Dutannis
Witness

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03 AUG 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Christine Billeau
Witness

George Gainer
George Gainer

Dutannis
Witness

Christine Billeau
Witness

Braxton Greer
Braxton Greer

Dutannis
Witness

STATE OF Florida
COUNTY OF Bay

The foregoing instrument was acknowledged before me this 20th day of May, 2003, by Leon Daggs, who is personally known to me or who produced _____ as identification.

Mary Jo Durman
Notary Public



FILED
03 AUG 18 AM 8:00
TALLAHASSEE
SECRETARY OF STATE

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 20th day of May, 2003, by George Gainer, who is personally known to me or who produced _____ as identification.

Mary Jo Durman
Notary Public



STATE OF
COUNTY OF

The foregoing instrument was acknowledged before me this 20th day of May, 2003, by Braxton Greer, who is personally known to me or who produced _____ as identification.

Mary Jo Durman
Notary Public



ACCEPTANCE BY REGISTERED AGENT

FOR

D, G, & G, LLC, a Florida Limited Liability Company

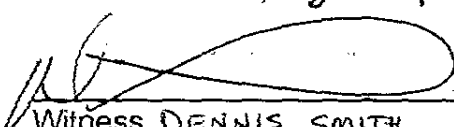
The name and Florida street address of the registered agent is:

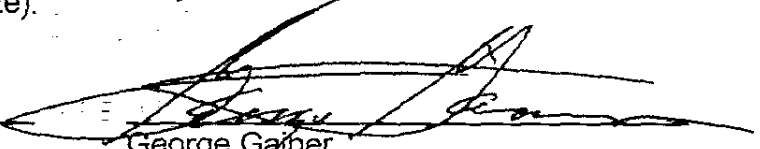
George Gainer
641 West Fifteenth Street
Panama City, FL 32401


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03 AUG 18 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 Article of Organization, 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.

Executed by the undersigned at Panama City, FL (designate place of execution) on August 11, 2003 (date).


Witness DENNIS SMITH


George Gainer


Witness NEVIN J. ZIMMERMAN

STATE OF FLORIDA
COUNTY OF BAY

The foregoing instrument was acknowledged before me this 11th day of August, 2003, by George Gainer, who is personally known to me or who produced as identification.


Nevin J. Zimmerman
Notary Public

