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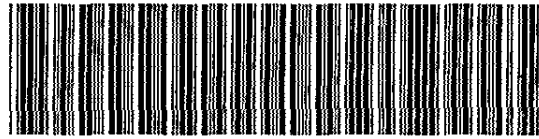
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W04-5786

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02/02/04--01096--008 **155.00

STATE OF ARIZONA
TALLAHASSEE, FLORIDA

04 FEB 23 PM 2:32

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Savage-Gaston,
Hogan Hargrove, P.A.

Joyce Savage-Gaston
Jeffrey D. Hogan*
Charles D. Hargrove**

* Also admitted in Connecticut

** Also admitted in the
District of Columbia

January 30, 2004

VIA FEDERAL EXPRESS

Katherine Harris
Secretary of State
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

04 FEB 23 PM 2:32

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Re: **Incorporation Documents of HARGROVE MANAGEMENT, INC.**

Dear Ms. Harris:

Please find enclosed the following documents regarding the corporate formation of the of the above-referenced for-profit limited liability company:

1. An original and copy of the Articles of Organization with the Affidavit of Membership and Contributions incorporated in the same in Article IX;
2. A Certificate of Designation of Registered Agent/Registered Office; and,
3. A check in the amount of \$155.00, payable to the Secretary of State, covering the costs of the corporate filing fee of \$100.00, the certified copy fee of \$30.00, and the registered agent/office fee of \$25.00.

801
North
Magnolia
Avenue

Suite 402


Orlando, Florida
32803-3851

Telephone
407-648-8882

Fax
407-872-5755

Please send any communications regarding the above-referenced matter to the undersigned to the address indicated in the letterhead above.

Sincerely,


Charles D. Hargrove, Esquire

CDH\omds
Enclosures



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 11, 2004

SAVAGE GASTON HOGAN & HARGROVE, P.A.
801 NORTH MAGNOLIA AVE
STE. 402
ORLANDO, FL 32803-3851

SUBJECT: HARGROVE MANAGEMENT, INC.
Ref. Number: W04000005786

04 FEB 23 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

We have received your document for HARGROVE MANAGEMENT, INC. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a limited liability company must contain the designation "L.L.C.," "LLC," "L.C.," or "LC," or the words "LIMITED LIABILITY COMPANY," or "LIMITED COMPANY." Please amend the name of your entity accordingly.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 204A00009269

Savage-Gaston,
Hogan Hargrove, P.A.

Joyce Savage-Gaston
Jeffrey D. Hogan*
Charles D. Hargrove**
* Also admitted in Connecticut
** Also admitted in the
District of Columbia

February 19, 2004

VIA FEDERAL EXPRESS

Marsha Thomas
Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32314

**Re: Incorporation Documents of Hargrove Management Company, Inc.
Ref. Number: W04000005786
Letter Number: 204A00009269**

Dear Ms. Thomas:

Please find enclosed the following documents regarding the corporate formation of the of the above-referenced for-profit limited liability company:

1. An original and copy of the Articles of Organization with the Affidavit of Membership and Contributions incorporated in the same in Article IX; and,
2. A Certificate of Designation of Registered Agent/Registered Office;

Please send any communications regarding the above-referenced matter to the undersigned to the address indicated in the letterhead above.

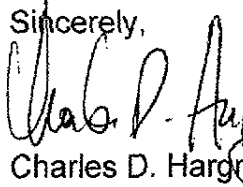
801
North
Magnolia
Avenue

Suite 402

Orlando, Florida
32803-3851
Telephone
407-648-8882

Fax
407-872-5755

Sincerely,



Charles D. Hargrove, Esquire

CDH\omds
Enclosures

SECTION OF
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

February 11, 2004

SAVAGE GASTON HOGAN & HARGROVE, P.A.
801 NORTH MAGNOLIA AVE
STE. 402
ORLANDO, FL 32803-3851

SUBJECT: HARGROVE MANAGEMENT, INC.
Ref. Number: W04000005786

FILED
04 FEB 23 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for HARGROVE MANAGEMENT, INC. and your check(s) totaling \$155.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of a limited liability company must contain the designation "L.L.C.," "LLC," "L.C.," or "LC," or the words "LIMITED LIABILITY COMPANY," or "LIMITED COMPANY." Please amend the name of your entity accordingly.

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) 245-6097.

Marsha Thomas
Document Specialist

Letter Number: 204A00009269

ARTICLES OF ORGANIZATION OF
HARGROVE MANAGEMENT COMPANY, L.L.C.

The undersigned certifies that we have associated ourselves together for the purpose of becoming a limited liability company under Chapter 608, Florida Statutes, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. I/We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the above-identified limited liability company.

ARTICLE I
NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be **HARGROVE MANAGEMENT COMPANY, L.L.C.** and its principal office and mailing address shall be 1229 Sebastian Cove, City of Heathrow, County of Seminole, 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.

ARTICLE II
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the initial registered office of **HARGROVE MANAGEMENT COMPANY, L.L.C.** is Charles D. Hargrove, located at 1229 Sebastian Cove, Heathrow, Seminole County, Florida 32746.

ARTICLE III
DURATION

HARGROVE MANAGEMENT COMPANY, L.L.C. shall exist until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IV
MANAGEMENT

HARGROVE MANAGEMENT COMPANY, L.L.C. is a manager-managed company consisting of two (2) managing members. The name and address of the person who shall serve as manager until his successor is elected and qualified is as follows:

1. Charles D. Hargrove, manager
2. Doris E. Hargrove, member

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CLERK OF COURT
TALLAHASSEE, FLORIDA

ARTICLE V
PURPOSES AND POWERS

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 solely in the management of the Hargrove Family Limited Partnership Trust in any activity or business authorized under the Florida Statutes pertaining to the same.
2. 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 the Hargrove Family Limited Partnership Trust.
3. 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, provided the same shall not be inconsistent with the laws of the State of Florida.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit **HARGROVE MANAGEMENT COMPANY, L.L.C.** 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 VI
EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of **HARGROVE MANAGEMENT COMPANY, L.L.C.** 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 **HARGROVE MANAGEMENT COMPANY, L.L.C.** by a majority vote of the members of **HARGROVE MANAGEMENT COMPANY, L.L.C.**

SECRET
TALLAHASSEE
04 FEB 23 2011
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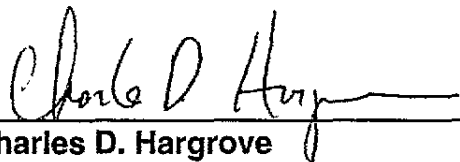
ARTICLE VII
CAPITAL CONTRIBUTIONS

Capital contributions of a member may be in cash, property or services rendered or promissory note as deemed appropriate by the members based on a majority vote by the same. Additional contributions may be required for investment purposes, as determined by majority consent of the members.

ARTICLE VIII
CERTIFICATION OF ARTICLES OF ORGANIZATION

The undersigned, being the original member of **HARGROVE MANAGEMENT COMPANY, L.L.C.**, certifies that this instrument constitutes the proposed Articles of Organization of **HARGROVE MANAGEMENT COMPANY, L.L.C.**

Executed by the undersigned at the Law Offices of Savage-Gaston, Hogan & Hargrove, P.A. 801 North Magnolia Avenue, Ste. 402, Orlando, FL 32803-3851 on this 9th day of January, 2004.



Charles D. Hargrove

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTIONS 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, 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:

HARGROVE MANAGEMENT COMPANY, L.L.C.

2. The name and address of the registered agent and office is:

**CHARLES D. HARGROVE, ESQUIRE
801 N. MAGNOLIA AVENUE, STE. 402
ORLANDO, FLORIDA 32803**

Having been named as registered agent and to accept service of process for the above-stated corporation 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: February 19th, 2004.

SIGNATURE: _____

Charles D. Hargrove, Esquire

04 FEB 2004
TALLAHASSEE, FLORIDA