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(City/State/Zip/Phone #)

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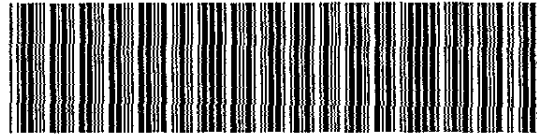
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Ep

LAW OFFICE OF

**THOMAS H. YARDLEY**

THOMAS H. YARDLEY  
◆

JENNIFER OPEL TAYLOR<sup>‡</sup>  
◆

CAROLE SUZANNE BESS  
◆

DEREK F. JOHNSON

WOODLAND COMMONS  
1970 MICHIGAN AVENUE  
BUILDING D  
COCOA, FLORIDA 32922

E-MAIL: TOM\_YARDLEY@PRODIGY.NET

TEL (321) 633-0400  
FAX (321) 633-0512

<sup>‡</sup>SUPREME COURT CERTIFIED  
FAMILY MEDIATOR

January 15, 2004

Division of Corporations  
P.O. Box 6250  
Tallahassee, Florida 32314

**RE: *Friedwald-Wright Properties, L.L.C***

Dear Sir or Madam:

Enclosed herewith please find the following:

- a. Original Articles of Organization;
- b. Affidavit of Membership and Contributions;
- c. Certificate of Designation of Registered Agent/Registered Office
- d. My Firm's Check in the amount of \$125.00; and
- e. Self-addressed, stamped envelope.

Please file in your usual manner. Thank you.

Yours sincerely,



Derek F. Johnson

KAK:kak  
Encls.

W04-4447

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

February 2, 2004

LAW OFFICE OF THOMAS H. YARDLEY  
WOODLAND COMMONS  
1970 MICHIGAN AVENUE BUILDING D  
COCOA, FL 32922

SUBJECT: FRIEDEWALD-WRIGHT PROPERTIES, L.L.C.  
Ref. Number: W04000004447

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We have received your document for FRIEDEWALD-WRIGHT PROPERTIES, L.L.C. and your check(s) totaling \$125.00. 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 note that the Affidavit is incorporated into your document by reference in Article V.

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) 245-6958.

Lee Rivers  
Document Specialist

Letter Number: 504A00006826

REC'D FEB 05 2004

THY CSJ DFJ GAW  
SMJ  
DAL KAK 12345678  
EC

LAW OFFICE OF

## THOMAS H. YARDLEY

THOMAS H. YARDLEY

JENNIFER OPEL TAYLOR<sup>‡</sup>

CAROLE SUZANNE BESS

DEREK F. JOHNSON

WOODLAND COMMONS  
1970 MICHIGAN AVENUE  
BUILDING D  
COCOA, FLORIDA 32922

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TEL (321) 633-0400

FAX (321) 633-0512

<sup>‡</sup>SUPREME COURT CERTIFIED  
FAMILY MEDIATOR

March 8, 2004

Division of Corporations  
P.O. Box 6250  
Tallahassee, Florida 32314

**RE: *Friedwald-Wright Properties, L.L.C***

Dear Sir or Madam:

Enclosed herewith please find the following:

- a. Original Articles of Organization;
- b. Certificate of Designation of Registered Agent/Registered Office;
- c. Self-addressed, stamped envelope; and
- d. Correspondence from your department, dated February 2, 2004.

Please file in your usual manner. Thank you.

Yours sincerely,



Derek F. Johnson

Encls.

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**ARTICLES OF ORGANIZATION  
OF  
FRIEDEWALD-WRIGHT PROPERTIES, L.L.C.**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

**ARTICLE I -- NAME**

The name of the limited liability company shall be Friedewald-Wright Properties, L.L.C. ("company").

**ARTICLE II -- ADDRESS**

The mailing address and street address of the principal office of the company is 2555 Cox Road, Cocoa, FL 32926.

**ARTICLE III -- DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

**ARTICLE IV -- REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are Derek F. Johnson, Esq., 1970 Michigan Avenue, Building D, Cocoa, FL 32922

**ARTICLE V -- ADDITIONAL CAPITAL CONTRIBUTIONS**

Each member shall make additional capital contributions to the company only on the majority consent of the members or as provided in the regulations. If a member is unable to make the payments the other members may make the contributions and be entitled to reimbursement with interest at six percent. If twelve months worth of a member's contributions are made by other members, then the defaulting member's interests will pass as if that member has deceased.

**ARTICLE VI -- ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on the terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to

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participate in the management of the business and affairs of the company or become a member unless all of the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written consent.

#### ARTICLE VII -- MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of the remaining members.

Upon the death of a member, if the remaining members vote to continue the business of the company, the remaining members shall have the right of first refusal to the deceased member's interest in the company. If the remaining members exercise their right of first refusal, then they shall have six months to pay for the deceased member's interest which shall be calculated at fair market value.

#### ARTICLE VIII -- MANAGEMENT

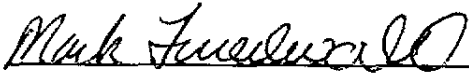
The company shall be managed by managers in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managers of the company are:

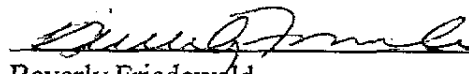
Mark Friedewald  
2555 Cox Road  
Cocoa, FL 32926

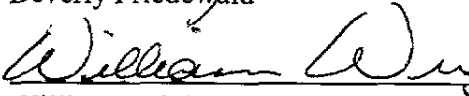
Beverly Friedewald  
2555 Cox Road  
Cocoa, FL 32926

William Wright  
6462 Ridge Court  
Titusville, FL 32780

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Cocoa, Florida, on March 4, 2004

  
Mark Friedewald

  
Beverly Friedewald

  
William Wright

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Sworn to and subscribed before me on March 4, 2004, by Mark Friedewald, who is personally known to me or has provided \_\_\_\_\_ as identification:

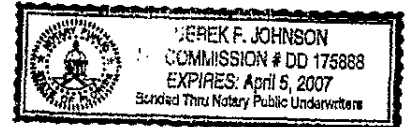
Mark Friedewald

Mark Friedewald, Member/Manager

Derek F. Johnson

Notary Public -- State of Florida

(Seal)



Sworn to and subscribed before me on March 4, 2004, by Beverly Friedewald, who is personally known to me or has provided \_\_\_\_\_ as identification:

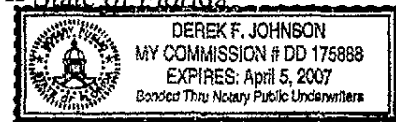
Beverly Friedewald

Beverly Friedewald, Member/Manager

Derek F. Johnson

Notary Public -- State of Florida

(Seal)



Sworn to and subscribed before me on March 4<sup>th</sup>, 2004, by William Wright, who is personally known to me or has provided FDL W023-925-45-148-0 as identification:

William Wright

William Wright, Member/Manager

Patty Blankenship

Notary Public -- State of Florida

(Seal)



Patty Blankenship  
My Commission DD285758  
Expires April 03, 2008

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

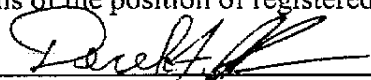
Under the provisions of F.S. 608.415 or 608.507, Friedewald-Wright Properties, Limited Liability Company, submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is Friedewald-Wright, L.L.C.
2. The name and street address of the registered agent in Florida are:

Derek F. Johnson, Esq.  
1970 Michigan Avenue  
Building D  
Cocoa, FL 32922

The undersigned, being the person named in the articles of organization of Friedewald-Wright, L.L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

Date: 3/5/2004

  
Derek F. Johnson, Esq.  
Registered Agent

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