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## THORNTON O. BEAZELL ATTORNEY AT LAW

FILED

Commonwealth Financial Center, Suite 414, MAR | AM | 51 12730 New Brittany Blvd., Ft. Myers, FL 33907

Mailing address: P. O. Box 60091, Fort Myers, Floridal 33906

Phone: 239-936-8448

Fax: 239-275-1179

E-Mail: tbeazell@earthlink.net

March 6, 2004

Secretary of State P. O. Box 6327 Tallahassee, FL 32314

Re: V.O.B., LLC

Enclosed are Articles of Organization for V.O.B., LLC and a check for \$125 to cover the filing fee.

I am also enclosing a copy of the Articles. Please return the copy to me in the enclosed return envelope stamped with the date of filing.

Do not hesitate to contact me if you have any questions.

Thank you for your assistance.

Thornton O. Beazell
Attorney for Violet O. Beazell

#### ARTICLES OF ORGANIZATION OF V.O.B., LLC.

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The undersigned, for the purpose of forming a limited liability combany under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby makes, acknowledges, and files the following Articles of Organization:

#### ARTICLE I NAME

The name of the limited liability company shall be V.O.B., LLC. ("Company"). The principal place of business of the Company in Florida shall be 12730 New Brittany Blvd., Suite 411, Ft. Myers, FL 33907, and its mailing address is P. O. Box 60091, Ft. Myers, FL 33906.

#### ARTICLE II REGISTERED AGENT

The name of the initial registered agent for service of process in the state is THORNTON O. BEAZELL, whose address is 12730 New Brittany Blvd., Suite 411, Ft. Myers, FL 33907.

### ARTICLE III MANAGEMENT

The Company shall be a manager-managed company.

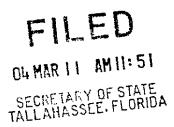
#### ARTICLE IV EFFECTIVE DATE

The Company's existence shall begin on the date these Articles Of Organization are filed with the Florida Department of State.

The undersigned has executed these Articles of Organization this 6<sup>th</sup> day of march, 2004.

VIOLET O. BEAZELL by
Thornton O. Beazell, her Attorney-In Fact,
MEMBER of the Company

whose address is: P. O. Box 60091, Ft. Myers, FL 33997. A copy of the Violet O. Beazell's Power Of Attorney appointing Thornton O. Beazell her Attorney In Fact is attached.



## STATEMENT OF ACCEPTANCE by REGISTERED AGENT

Having been named as registered agent and to accept service of process for

V.O.B., LLC.

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: 3-6-04

THORNTON O. BEAZELL

Registered Agent

12730 New Brittany Blvd., Ste. 411

Ft. Myers, FL 33907 Fort Myers, FL 33907

(AofO.VOB)

#### DURABLE POWER OF ATTORNEY

#### by VIOLET O. BEAZELL

KNOW ALL PERSONS BY THESE PRESENTS that I, VIOLET O. BEAZELL, a resident of Lee County, Florida, desiring to execute a DURABLE POWER OF ATTORNEY, do hereby revoke all previously executed powers of attorney, and do hereby constitute and appoint my son, THORNTON O. BEAZELL, whose present address is 2218 Treehaven Cir., Ft. Myers, FL 33907, my Attorney in fact. If he fails to serve because of his death or incapacity, I appoint my daughter, BARBARA J. BAUERMEISTER, whose present address is 8 Holly Lane, Radford, VA 24141, as my Attorney in fact. My son's death shall be evidenced by a certified copy of his death certificate, and his incapacity shall be evidenced by an affidavit from his personal physician that he is physically or mentally incapable of acting as my Attorney in fact.

This general power of attorney is a durable power of attorney and shall NOT be affected by my disability or incapacity except as provided by statute and shall NOT be revoked, modified, suspended, or otherwise affected by my disability, incapacity, or incompetency, whether physical, mental or both, except as provided by statute, it being my intent that the powers conferred upon my Attorney in fact hereunder shall be fully exercisable by my Attorney in fact notwithstanding any such disability, incapacity, or incompetency.

purpose of Durable Power of Attorney. My primary purpose in creating this Durable Power of Attorney is to establish a mechanism by which my business and financial affairs, and matters relating to my health, comfort and general physical and mental welfare, can be conducted within guidelines I have established and by the person or persons I have selected, without the necessity of a guardian or conservator appointed by the Probate Division of a local Circuit Court.

GENERAL GRANT OF POWER. My Attorney in fact is to exercise or perform any act, power, duty, right or obligation whatsoever that I now have or may hereafter acquire, relating to any person, matter, transaction or property, real or personal, tangible or intangible, now owned or hereafter acquired by me, including, without limitation, the following specifically enumerated powers. I grant to my Attorney in fact full power and authority to do everything necessary in exercising any of the powers herein granted as fully as I might or could do if personally present, with full power of substitution or revocation, hereby ratifying

and confirming all that my Attorney in fact shall lawfully do or cause to be done by virtue of this power of attorney and powers herein granted.

Powers: Effective immediately I confer upon my above named Attorney in fact the following powers for me and in my name:

#### REAL PROPERTY TRANSACTIONS:

- 1. to buy, contract to buy, receive, lease or rent for any term, accept, or otherwise acquire real estate or any options thereon or interests therein, including any and all rights for the development of oil, gas or other mineral deposits, wherever situated, on such terms, conditions and considerations as my Attorney in fact shall deem proper, in my name, or jointly in my name and that of any other party or parties including my Attorney in fact;
- to sell, contract to sell, convey, mortgage, encumber, exchange, pledge, hypothecate, lease or rent for any term, grant options to sell or purchase or otherwise dispose of any or all real estate in which I now have or may hereafter acquire right, title or interest, including any and all rights for the development of oil, gas or other mineral deposits, whether such real estate be homestead, non-homestead, or whether such real estate be owned as community property, in joint tenancy, tenancy by the entireties, tenancy in common or in any other manner or capacity, and in my name, or jointly with any other party or parties, including my Attorney in fact, on such terms, conditions and considerations as my Attorney in fact shall deem proper; to sign, seal, execute, acknowledge and deliver any and all instruments in writing of any kind and nature, as may be necessary or convenient, containing such terms and conditions, and such warranties and covenants, if any, as my Attorney in fact shall deem advisable, and further to waive, release, relinquish and convey any homestead estates, rights under homestead exemption laws, dower or curtesy estate, and all other rights or interests to which I may at any time be entitled;
- 3. to manage, utilize, conserve, demolish, repair, rebuild, alter or improve any real estate or structure thereon, owned or claimed to be owned by me in whole or in part, and to protect the same by action, proceeding or otherwise, including but not limited to, the recovery of possession thereof and the removal of tenants or other persons, animals or objects therefrom, and the execution and delivery of any corrective instruments as may be required from time to time;
- 4. the above powers shall apply to any and all real property owned by me no matter in what county, state, country or jurisdiction it is located.

#### PERSONAL PROPERTY TRANSACTIONS:

- 1. to buy, contract to buy, accept, sell, exchange, mortgage, pledge, lease or rent, contract for the repair of, and in any way and every manner deal in and with any and all personal property of every kind whatever, tangible or intangible, which I may own or in which I now have or hereafter may acquire, any right, title or interest, whether such property be owned solely in my name, as community property, in joint tenancy, tenancy by the entireties, tenancy in common or in any other manner or capacity, or jointly with any other party or parties, including my Attorney in fact, on such terms, conditions and considerations as my Attorney in fact shall deem proper;
- 2. to execute and deliver to the proper persons and authority any and all documents, instruments and papers necessary to effect the proper registration and licensing of any automobiles or other vehicles, including but not limited to, airplanes and boats, in which I now or may hereafter have an interest;
- to enter into contracts for the storage of tangible personal property of every kind;
- 4. to take possession and order the removal and shipment of any of my property from or to any station, post, warehouse, depot, dock, or other place of storage, safekeeping, or use, governmental or private, and to execute and deliver any release, voucher, receipt, shipping ticket, certificate, or other instrument necessary for such purposes.

#### **BUSINESS TRANSACTIONS:**

to demand, sue for, recover, receive, compromise, settle, adjust and pay all accounts, legacies, bequests, interest, dividends, annuities, demands, debts, taxes and any and all other obligations, which may now or hereafter be due, owing or payable by or to me, and to carry on and to transact every kind of business on my behalf, in my name or jointly in my name and that of any other person or persons, including my Attorney in fact, and including, but not limited to, transactions concerning any and all investments and shares of stock, bonds, securities, commodities, certificates of deposit, on such terms, considerations and conditions as my Attorney in fact may deem proper, and to invest and reinvest and exchange investments, and to execute and deliver good and sufficient instruments for the accomplishment thereof, and to act as my attorney or proxy with respect to any stocks, shares, bonds or other investments, rights or interests as I may now or hereafter hold.

#### BANK TRANSACTIONS:

1. to deposit or withdraw for any purpose, in or from any bank,

building and loan association, trust company or other financial institution, including the United States Postal Savings, any funds, checks, or other credits which I now or hereafter may have on deposit or be entitled to, including United States Savings Bonds and Treasury Notes, and to endorse, cash and receive the proceeds of any and all checks, vouchers, bonds or other orders for money, to open or close accounts, and to receive statements, vouchers and notices of other documents from any bank or other transactions in my name or in which I may have an interest;

- 2. to have access for all purposes to any or all safety deposit boxes or vaults rented in my name or in the names of any other person or persons and myself, with full power to use the same for safekeeping any property or papers, and to remove therefrom at any time, or from time to time, all or any part of the contents of any such box or vault;
- 3. to borrow money and to execute in my name any instrument evidencing indebtedness incurred on my behalf and to extend and renew the same, as well as any indebtedness heretofore incurred by me, for the payment of which I may in any way be liable.

TAXES: to prepare, execute and file reports, returns, declarations, forms and statements for any and all tax purposes including income, gift, real estate, personal property, intangibles tax, business tax, or any other kind of tax whatsoever, to pay such taxes and any interest or penalty thereon or additions thereto; to make and file objections, protests, claims for abatement, refund or credit in relation to any such tax proposed, levied or paid; to signify, as may be required by Section 2513 of the United States Internal Revenue code of 1954, as amended, or any corresponding section of any future United States law, my consent to having one-half (1/2) of any gift(s) made by my spouse, if any, considered as made by me even though such action subjects me or my estate to additional liabilities; to represent me and to institute and prosecute proceedings relating to the years through 2100 in court or before any administrative authority to contest any such tax in whole or in part or for any recovery of any amount paid in respect of any such tax, to defend or settle any amount paid in respect of any such tax, to give full and final receipt for any refund or credit and to endorse and collect any check or other vouchers therefor; to pay any and all such taxes and any interest, penalty or other additional amounts, to employ attorneys, accountants or other representatives and grant powers of attorney or letters of appointment thereof for any of the purposes aforesaid; to join with my spouse, if any, or my spouse's estate in filing income or gift tax returns for any years for which I have not filed such returns.

INSURANCE TRANSACTIONS:

- 1. to pay the premiums or modify, rescind, release, terminate, or execute any rights, privileges, or options on any contract of life, accident, health, disability, liability, property or other insurance presently owned by me or by any person on my behalf, or hereafter acquired.
- 2. to procure new, different, or additional contracts of insurance on my life or with respect to protecting me or my property from ill health, disability, accident, liability, or loss;
- 3. to apply for, and receive, any loan on the security of any contract of life insurance, to surrender and receive the cash surrender value, to exercise any election or conversion rights, and to demand, receive or obtain any money, dividend or other thing of value to which I am or to which I may become entitled as the proceeds or other return or profit arising out of any contract of insurance or of any one or more of the insurance transactions herein enumerated.

IRA'S AND EMPLOYMENT BENEFIT PLAN: to create, add to, terminate, withdraw from and otherwise deal in any Individual Retirement Account, Qualified Retirement Plan, Simplified Employee Pension Plan or other plan or account [including but not limited to: 401(K) plans, profit-sharing plans, savings plans, Keoghs, stock investment plans, stock bonus plans, deferred compensation, ESOP's, PAYSOP's, TRAYSOP's, TIAA/CREF, TSA, SEP's (self-employed pension)] now or hereafter offered by, or available through any financial institution, to select any payment option under any individual retirement account or employee benefit plan in which I am a participant, or to change options I have selected; to make and change beneficiary designations; to make voluntary contributions to such plans; to make "roll-overs" of plan benefits into other retirement plans.

SOCIAL SECURITY AND GOVERNMENT BENEFITS: to make application to any governmental agency for any benefit or government obligation to which I may be entitled; to endorse any checks or drafts made payable to me from any government agency for my benefit, including any Social Security Checks.

#### MEDICAL DECISIONS:

1. to make medical (including dental) decisions concerning my health or well-being in the event I am unable to make such decisions, including withdrawing life-prolonging procedures in the event I am diagnosed to be in a terminal condition and am comatose, incompetent, or otherwise mentally or physically incapable of communication;

- 2. to authorize the giving or withholding of any medical procedure on my behalf, even though it might be against medical advice;
- 3. to place me in or remove me from any medical institution, nursing home, or similar medically supervised environment, including removing me to another state, even if such placement or removal is contrary to medical advice, and to enter into agreements for my care;
- 4. to pay heed to any thoughts and desires as expressed in any living will that I may have executed.

#### PERSONAL TRANSACTIONS:

- 1. to do all acts necessary for maintaining the customary living standards of my dependents including, by way of illustration but not limitation, provision of such living quarters and their maintenance and operation, food, clothing, medical, surgical and dental care, education facilities and other incidental living expenses to which my dependents are accustomed;
- to continue the discharge of any service or duties assumed by me to my family, relatives or friends, and to continue payments incidental to my membership in, or affiliation with, any church, club, society, or other organization.

#### REPRESENTATION AND EMPLOYMENT OF ASSISTANCE:

- 1. on my behalf and in my name or the name of my Attorney, to institute, prosecute, appear in, defend, compromise, arbitrate, settle, or dispose of any legal, equitable or administrative hearings, actions, suits, attachments, claims or other proceedings, to which I am or may become a party or in which I have an interest and to engage and dismiss counsel in connection therewith;
- 2. to hire, engage, employ and appoint agents, employees and counsel upon such terms and conditions and at such compensation as my said Attorney in fact shall deem proper in the exercise of the powers herein granted; to dismiss and remove at pleasure any such agents, employees and counsel as well as any agents, employees, and counsel heretofore or hereafter employed by me or in my behalf.

#### MISCELLANEOUS:

- to sign, seal, acknowledge and deliver any instrument necessary to accomplish any of the powers herein granted;
- 2. to modify, reform, re-negotiate or rescind any contract or obligations heretofore or hereafter made by me or in my behalf;
- to create a trust or to make additions to any existing trust for my benefit, and to withdraw and receive the income or

principal of any trust to which I at any time may be entitled, and to convey any or all of my property, whether tangible, intangible, personal or real, to any trust that I have created or shall create;

- 4. to compensate himself from my assets or accounts for related expenses spent on my behalf acting as my Attorney-in-Fact.
- 5. to create for my benefit a Qualified Income Trust as provided by Section 1917 (d)(4)(B) of the Social Security Act as amended under OBRA 93, and all regulations promulgated thereunder, or as provided in any other similar federal or state laws and regulations, that will qualify me for Medicaid and provides at my death that any residue after payments owed to my state of residence be distributed to the beneficiaries I designate for my estate, or to my intestate heirs if I have failed to designate beneficiaries of my estate; to designate himself/herself or some other person(s) as the Trustee(s) for said trust;
- to claim an elective share of the estate of my spouse in the event of my said spouse's death;
- 7. to nominate any person or institution, including my said
  Attorney in fact, as guardian of my estate or of my person,
  for consideration by the Court if incompetency proceedings for
  my estate or person are hereafter commenced.

#### GENERAL PROVISIONS:

- 1. All business transacted hereunder for me or for my account shall be transacted in my name, and all endorsements and instruments executed by my Attorney in fact for the purpose of carrying out any of the foregoing powers, shall contain my name, followed by that of my Attorney in fact and the designation, "Attorney in fact".
- 2. The powers herein given to my Attorney in fact are not to be used as a general power of appointment as defined by the U.S. Internal Revenue code. Therefore my Attorney in fact cannot exercise their power in favor of themselves or in favor of their creditors or in favor of their estate or its creditors.
- 3. I hereby ratify and confirm all lawful acts done by my said Attorney in fact pursuant to this Durable Power of Attorney, and I direct that it shall continue in effect until terminated by me or by operation of law.
- 4. If the authority contained herein shall be revoked or terminated by operation of law without notice, I hereby agree for myself, executors, administrators, trustees, heirs and assigns, in consideration of my attorney's willingness to act pursuant to this Power of Attorney, to save and hold my Attorney in fact harmless from any loss suffered or any liability incurred by my attorney in so acting after such revocation or termination without notice.

- 5. This document is executed in the State of Florida, and the laws of the State of Florida shall govern all questions as to the validity of this power and the construction of its provisions.
- 6. This Power of Attorney shall not expire by reason of lapse of time, and shall be considered in full force and effect unless there is specific evidence that it has been terminated by written revocation or destruction of the document.

THIS DURABLE POWER OF ATTORNEY WAS EXECUTED this 23rd day of November, 1998.

Violet O. Beazell
VIOLET O. BEAZELL

WE, the two witnesses, verify and acknowledge that VIOLET O. BEAZELL signed this document in our joint presence and that she signed this document willingly.

Elizabeth E. Tice

Witness

Russell F. Beazell

Witness

STATE OF FLORIDA COUNTY OF LEE

The foregoing instrument was acknowledged before me this 23rd day of November, 1998, by VIOLET O. BEAZELL who is personally known to me.

(affix notary seal)

NOTARY PUBLIC STATE OF FLORIDA

Elizabeth E. Tice

ELIZABETH E. TICE MY COMMISSION # CC 494082 EXPIRES: October 27, 1999

EXPIRES: October 27, 1999

Bonded Thru Notary Public Underwriters

This document prepared by: Thornton O. Beazell, Attorney at Law 1342 Colonial Blvd., Suite B-10 Fort Myers, FL 33907 Tele: 941-936-8448

(Dpoa.VOB)