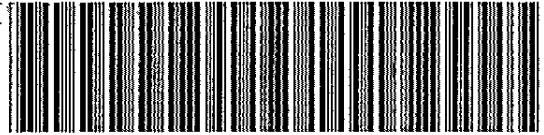


**L05000000505**

2004 DEC 23 P 4: 02

SECRETARY OF STATE  
TALLAHASSEE



600043523696

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

AL

12/23/04--01006--017 \*\*160.00

Office Use Only

TRANSMITTAL LETTER

FILED

7004 DEC 23 P 4: 02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

To: Registration Section  
Division of Corporations

SUBJECT: PMC PROPERTIES, LLC

The enclosed Articles of Organization and fees are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ivan Garcia, Ph.D.  
Business Consultant  
6088 Berryhill Rd  
Milton, Florida 32570

For further information concerning this matter, please call:

Ivan Garcia, PhD at (850) 626-3303 Extension 1009

Enclosed is a check for the following amount:

1 \$ 160.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)

MAILING ADDRESS:

Registration Section  
Division of Corporations  
P. O. Box 6327  
Tallahassee, Florida 32314

ARTICLES OF ORGANIZATION  
OF  
FLORIDA LIMITED LIABILITY COMPANY

FILED

2004 DEC 23 P 4:

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KNOW ALL MEN BY THESE PRESENTS: That We, TerraForge, Inc. and Phillip A. Boyum, desiring to form a limited liability company for the purposes set forth herein and in conformance with the Florida Limited Liability Company Act, do establish:

1. Company Name. That the name of the limited liability company is PMC PROPERTIES, LLC

2. Duration. That the period of duration of this limited liability company is thirty years from the date of filing hereof with the Florida, unless sooner dissolved as provided by Florida law.

3. Purpose. That the purpose for which this limited liability company is organized is primarily to develop real estate property at 711 & 711 1/2 W Ave B, Kingsville, Texas, and other goods and services that are permitted by law, within and without the state of Florida as the laws of the state of Florida and other states permit.

4. Principal Place of Business. That the address of its principal place of business is 928 NW 16th Ave, Suite #2, Gainesville, FL 32601.

5. Registered Agent and Office. That the name of its registered agent, whose Consent to Appointment as Registered Agent accompanies these articles, is Ivan Garcia, PhD, and address of the agent at the registered office is 6088 Berryhill Rd, Milton, Florida 32570, Telephone (850) 626-3303 Extension 1009.

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 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 as provided for in Chapter 608, F.S..

  
Registered Agent's Signature

FILED

6. Capitalization. That the total capital contributions of each Member, which is his or its respective undivided interest in personal property having at least a value totaling three hundred dollars (\$ 300.00) should be allocated as follows:

2004 DEC 23 P 4:  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TerraForge, Inc. and Phillip A. Boyum, Managing Members;  
TerraForge, Inc. with address 928 NW 16th Ave, Suite #2, Gainesville, Florida 32601, Telephone (352) 367-0775, fifty five percent (55%) ownership interest or fifty five (55) membership units and Phillip A. Boyum, with address 1720 Santa Fe, Kingsville, Texas 78363, Telephone number (361) 221-9621, forty five percent (45%) ownership interest or fortyfive (45) membership units; Phillip A. Boyum as Vice President, Managing Member; Manuel R. Llahues/TerraForge, Inc. as President, Managing Member; Robert C. Vail/TerraForge, Inc. as Secretary-Treasurer, Managing Member; Phillip A. Boyum, one hundred dollars (\$100.00) Capital Contribution; TerraForge, Inc. , two hundred dollars (\$200.00) Capital Contribution.

7. Additional Liability of Members. That no additional capital contributions will be required.

8. Admission of Additional Members. That additional Members will be admitted or expelled only with the unanimous consent of all Members entitled to participate in management and upon such terms as are unanimously agreed to by all Members entitled to a dividend upon dissolution or liquidation.

9. Continuity of Life. That the remaining Members of the limited liability company may only have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this limited liability company if they unanimously elect to do so. The return of capital and the distribution of profits shall be determined from the company's books, as of the effective date of withdrawal, based on generally accepted accounting practices, and paid as soon as practicable without diminishing the prospects of the company's ventures and subject to the limitations of the Florida Limited Liability Company Act.

10. Management. The business of the company shall be conducted under the exclusive management of its Members or Members representatives (only in the case of TerraForge, Inc.) , or outside managers if its Members or Members representatives (TerraForge, Inc.) elect, who shall have exclusive authority to act for the company in all matters. The Members may from time to time designate certain Members or Members representatives (only in the case of TerraForge, Inc.) as Officers to act for the Company in certain matters as specified by the Operating Agreement.

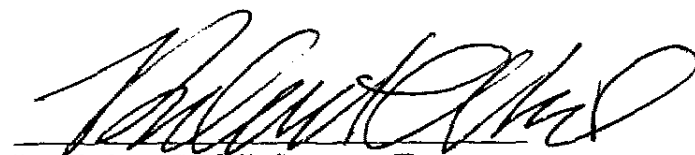
FILED

2004 DEC 23 P 4: 02

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DATED this 16<sup>th</sup> day of December, 2004.

TerraForge, Inc. - Managing Member



By: Robert C. Vail, Secretary/Treasurer,

Chief Financial Officer

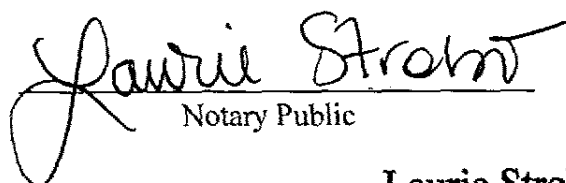
TerraForge, Inc. Managing Member by  
authorized representative of member

(In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

#### Notary's Acknowledgment

State of Florida )  
 ) ss  
County of Essex )

On this 16<sup>th</sup> Dec, 2004, before me personally appeared Robert C. Vail as an authorized representative of TerraForge, Inc., LLC Managing Member, to me known to be the person described in and who executed the foregoing instrument and acknowledged to me that TerraForge, Inc. through his authorized representative Robert C. Vail executed the same as his free act and deed.



Notary Public

SEAL

**LAURIE STROBO**  
Notary Public - State of Florida  
My Commission Expires June 24, 2008  
Commission No. DD 332377

**Laurie Strobo**