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(Requestor's Name)

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(Address)

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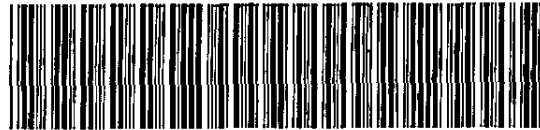
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TALLAHASSEE, FLORIDA

W5-1766  
JK

DELOACH & PETERSON, P.A.  
ATTORNEYS AT LAW

J. BOYD DELOACH  
SID C. PETERSON II  
PHILIP B. PETERSON

JAMES R. PROVENCHER  
OF COUNSEL



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NEW SMYRNA BEACH, FL 32170  
(386) 428-2464  
FAX (386) 423-9967

December 28, 2004

**FLORIDA DEPARTMENT OF STATE**  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Downie Brothers, LLC  
Our File No. 04-12606

Dear Sirs:

Enclosed please find Articles of Organization, along with a copy of same concerning the above-referenced limited liability company. I have also enclosed this firm's check in the amount of \$125.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,

A handwritten signature in cursive script, appearing to read "J. Boyd DeLoach".  
**J. BOYD DeLOACH**

JBD/cmr  
Enclosures

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**ARTICLES OF ORGANIZATION  
OF  
DOWNIE BROTHERS, 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 **DOWNIE BROTHERS, L.L.C.** ("Company").

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Company is 2513 Crestwood Avenue, New Smyrna Beach, Florida 32168.

**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:

**JOHN C. DOWNIE**  
2513 Crestwood Avenue  
New Smyrna Beach, Florida 32168

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**ARTICLE V**  
**MANAGEMENT**

The Company shall be a member-managed company 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 names and addresses of the initial managing members of the Company are:

**RICHARD E. DOWNIE**  
414 Riverwood Drive  
Ft. Washington, MD 20744

**JOHN C. DOWNIE**  
2513 Crestwood Avenue  
New Smyrna Beach, FL 32168


IN WITNESS WHEREOF, the undersigned member has made and subscribed these Articles of Organization at New Smyrna Beach, Volusia County, Florida, on this 13<sup>th</sup> day of DECEMBER, 2004.

  
RICHARD E. DOWNIE

  
JOHN C. DOWNIE

MARYland (WMT)  
STATE OF ~~WASHINGTON~~  
COUNTY OF Prince Georges

BEFORE ME, a Notary Public, personally appeared, **RICHARD E. DOWNIE**, who is personally known to me who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to these Articles of Organization on this 13<sup>th</sup> day of December, 2004.

  
Willie Mae Thompson  
(Notary - print name)  
Notary Public - State of Maryland (WMT)  
Commission No.:  
My Commission Expires: 8/1/2007

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**STATE OF FLORIDA**

**COUNTY OF VOLUSIA**

**BEFORE ME**, a Notary Public, personally appeared, **JOHN C. DOWNIE**, who is personally known to me who executed the foregoing Articles of Organization, and acknowledged before me that he subscribed to these Articles of Organization on this 2<sup>th</sup> day of Dec., 2004.

Paula K. Hathaway  
PAULA K. HATHAWAY

(Notary - print name)

Notary Public - State of Florida

Commission No.:

My Commission Expires:



Paula K. Hathaway  
MY COMMISSION # DD111974 EXPIRES  
June 14, 2006  
BONDED THRU TROY FAIR INSURANCE, INC.

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TALLAHASSEE, FLORIDA

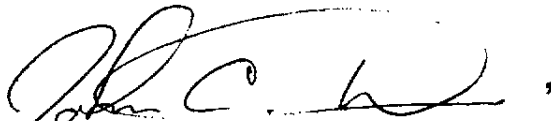
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

Under the provisions of F.S. 608.415, **DOWNIE BROTHERS, L.L.C.**, 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 **DOWNIE BROTHERS, L.L.C.**
2. The name and street address of the registered agent in Florida are:

**JOHN C. DOWNIE**  
2513 Crestwood Avenue  
New Smyrna Beach, Florida 32168

The undersigned, being the person named in the Articles of Organization of **DOWNIE BROTHERS, 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 duties, and is familiar with and accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
**JOHN C. DOWNIE, Registered Agent**

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