

APR-07-2005 16:07

WILLIAMSON, DIAMOND & CATON, P.A.

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DIVISION OF CORPORATION

LIMITED LIABILITY COMPANY

SANDBOX PARTNERS, LLC

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FILED**ARTICLES OF ORGANIZATION****OF****SANDBOX PARTNERS, LLC**2005 APR -7 A 9:53
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1. The name of the Limited Liability Company: SANDBOX PARTNERS, LLC.
2. The nature of business to be transacted or the purpose to be promoted or carried out by the limited liability company as follows:

"The purpose of the Limited Liability Company is to engage in any lawful act or activity for which the limited liability companies may be formed under the Limited Liability Company Act of the State of Florida (the "Act"), except (a) rendering "professional services" as defined in the Act; and (b) transacting the business of an insurance company or a surety or indemnity company. Except as expressly provided, the foregoing statement is not intended to limit or restrict in any manner the exercise of all powers conferred upon the Limited Liability Company by the Act."

3. The principal office address is: 2937 LaConcha Drive, Clearwater, Florida 33762.
4. Name and address(s) of statutory agent: THOMAS W. MULLINS.

Residence Address: 2937 LaConcha Drive, Clearwater, Florida 33762.

Business Address: 2937 LaConcha Drive, Clearwater, Florida 33762.

5. Unless dissolved earlier, the Company will dissolve automatically on December 31, 2025. Except for prior amendment to this Article III, no act by the Company or its members can avoid that dissolution.

Richard P. Caton, Esquire
Williamson, Diamond & Caton, P.A.
9075 Seminole Blvd.
Seminole, FL 33772
(727) 398-3600

WILLIAMSON, DIAMOND & CATON, P.A.

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SEMINOLE, FL 33772

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6. The business and affairs of the Limited Liability Company will be managed by four 9: 53

(4) Managers, namely: THOMAS W. MULLINS

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TALLAHASSEE, FLORIDA

Residence Address: 2937 LaConcha Drive, Clearwater, Florida 33762

Business Address: 2937 LaConcha Drive, Clearwater, Florida 33762

and JOHN H. CHASEY, II.

Residence Address: 808 35th Avenue Drive West, Palmetto, Florida 34221

Business Address: 808 35th Avenue Drive West, Palmetto, Florida 34221

and MICHAEL MCCALED.

Residence Address: 507 72nd Street, Holmes Beach, Florida 34217

Business Address: 507 72nd Street, Holmes Beach, Florida 34217

and KEITH E. HOPE.

Residence Address: 5614 Guava Street, Holmes Beach, Florida 34217

Business Address: 5614 Guava Street, Holmes Beach, Florida 34217

7. The remaining members of the Limited Liability Company may continue this business

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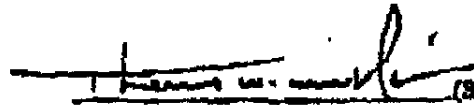
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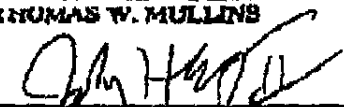
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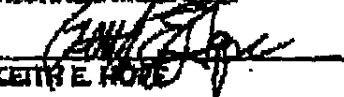
upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution, of any of its initial members or the occurrence of any other event which terminates the continued membership of any member in the Limited Liability Company, provided the continuation of the business is agreed to and agreed to in writing by all of the remaining members.

Dated: March 22, 2005


THOMAS W. MULLINS (SEAL)


JOHN CHASEY (SEAL)

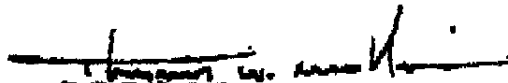

MICHAEL MC CALISTER (SEAL)


KEITH E. HORE (SEAL)

ACCEPTANCE BY STATUTORY AGENT

Having been named, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Statutes.

Dated this 22nd day of March, 2005.


THOMAS W. MULLINS

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