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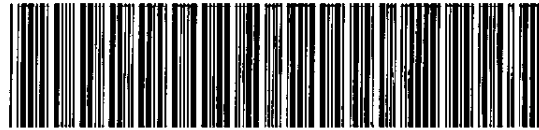
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05 JUN 23 AM 9:07  
TALLAHASSEE, FLORIDA

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05 JUN 23 AM 9:42  
TALLAHASSEE, FLORIDA

SMITH, THOMPSON, SHAW & MANAUSA  
ANN HILL

Requester's Name

3520 Thomasville Road, 4th Floor

Address

Tallahassee, FL 32309 850-893-4105

City/State/Zip

Phone #

FILED  
05 JUN 23 AM 9:42  
SEC. OF STATE  
TALLAHASSEE, FLORIDA

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**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Whirly Bird, LLC  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

**NEW FILINGS**

- ☐ Profit  
☐ Not for Profit  
☐ Limited Liability  
☐ Domestication  
☐ Other

**OTHER FILINGS**

- ☐ Annual Report  
☐ Fictitious Name

**AMENDMENTS**

- ☐ Amendment  
☐ Resignation of R.A., Officer/Director  
☐ Change of Registered Agent  
☐ Dissolution/Withdrawal  
☐ Merger

**REGISTRATION/QUALIFICATION**

- ☐ Foreign  
☐ Limited Partnership  
☐ Reinstatement  
☐ Trademark  
☐ Other

Examiner's Initials

**ARTICLES OF ORGANIZATION  
OF  
WHIRLY BIRD, LLC**

\*\*\*\*\*

**FILED**  
05 JUN 23 AM 9:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company under the laws of the State of Florida do set forth the following:

1. **NAME.**

The name of the Limited Liability Company is **WHIRLY BIRD, LLC** (hereinafter referred to as the "Company").

2. **PERIOD OF DURATION.**

The period of duration of the Company shall be perpetual, unless it is dissolved as provided in the Florida Limited Liability Act or the written Operating Agreement to be executed by all of the Members of the Company.

3. **PURPOSE.**

To engage in any and all other businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. **ADDRESS OF PLACE OF BUSINESS.**

The mailing and street address of the place of business in Florida for the Company is: 2149 Shady Oaks Drive, Tallahassee, Florida 32303. Such address may be changed from time to time as provided in the Operating Agreement.

5. **REGISTERED AGENT.**

The initial registered agent in Florida for the Company is: SUZANNE MCGHEE, and the initial, registered office is located at 2149 Shady Oaks Drive, Tallahassee, Florida 32303.

6. **NAMES OF MEMBERS; INITIAL CAPITAL CONTRIBUTIONS.**

The names of the members and the total amount of cash contributed to the Company is as follows:

<b><u>Member NAME</u></b>	<b><u>CONTRIBUTION</u></b>
Regions Bank, as Trustee of the William Zachary McGhee Trust	\$10.00

7. **ADDITIONAL CONTRIBUTIONS.**

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows:

No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous written agreement of the Members, or as otherwise provided in the Operating Agreement.

8. **ADDITIONAL MEMBERS.**

The Company shall have one (1) member, and may admit additional members upon the prior unanimous written agreement of the then existing members, or as otherwise provided in the Operating Agreement.

9. **CONTINUITY OF BUSINESS.**

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company.

10. **MANAGEMENT.**

The Company is a member-managed company. The name and address of the Member who is to serve as the managing Member until the first annual meeting of members or until their successor is duly elected and qualified is as follows:

Regions Bank, as Trustee of the William Zachary McGhee Trust	P. O. Box 2450 Montgomery, AL 36102-2450
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11. **INDEMNIFICATION.**

Except as expressly provided otherwise in the Operating Agreement, the Company shall indemnify any manager or former manager to the full extent permitted under the Florida Limited Liability Company Act.

EXECUTED this 17<sup>th</sup> day of June 2005.

Signed, sealed and delivered  
in the presence of:

Elaine P. Ward  
Signature

ELAINE P WARD  
Printed Name

Leigh Winslett  
Signature

Leigh Winslett  
Printed Name

**WHIRLY BIRD, LLC**  
a Florida Limited Liability Company

John C. Bell  
By: Regions Bank, as Trustee of the  
**WILLIAM ZACHARY MCGHEE TRUST**  
by and through John C. Bell,  
Vice President and Trust Officer

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT WITH WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the limited liability company is **WHIRLY BIRD, LLC**.
2. The name of the registered agent and office is SUZANNE MCGHEE, 2149 Shady Oaks Drive, Tallahassee, Florida 32303.

<b>ACKNOWLEDGEMENT</b>
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Having been named to accept service of process for the above limited liability company, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to being available at said location.

  
**SUZANNE MCGHEE, Registered Agent**