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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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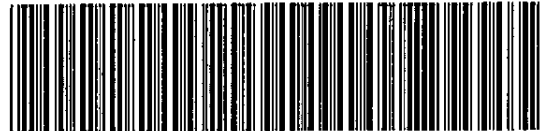
(Business Entity Name)

(Document Number)

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

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# LADONNA J. CODY, P.A.

ATTORNEY AT LAW  
12661 NEW BRITTANY BLVD.  
FORT MYERS, FL 33907  
Tel: (239) 939-6161 Fax: (239) 939-3622

November 22<sup>nd</sup>, 2005

Secretary of State  
Division of Corporations  
Clifton Buildings  
2661 Executive Center Circle  
Tallahassee, Florida 32301

RE: DENTON COACHES, LLC

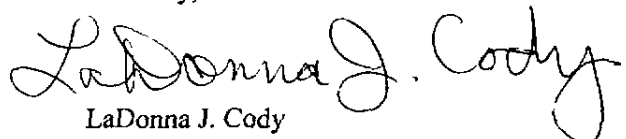
To Whom It May Concern:

I am enclosing herewith an original and an original copy of the Articles of Organization for the Florida Limited Liability Company referenced above. In addition, a check in the sum of \$160.00 is enclosed, which represents the following fees:

Filing fee	\$ 125.00
Certified copy	30.00
Certificate of Status fee	<u>5.00</u>
Total	\$ 160.00

Please file the original of the enclosed Articles of Organization and **return a certified original copy to the undersigned in the enclosed self-addressed federal express pack.**

Sincerely,

  
LaDonna J. Cody

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**ARTICLES OF ORGANIZATION  
OF  
DENTON COACHES, LLC  
A Florida Limited Liability Company**

**ARTICLE I  
Name**

The name of this Limited Liability Company is DENTON COACHES, LLC.

**ARTICLE II  
Address**

The mailing address and street address of the principal office of the Limited Liability Company is:

12661 New Brittany Blvd.  
Fort Myers, FL 33907

**ARTICLE III  
Duration**

The period of duration for the Limited Liability Company shall be for Thirty (30) years, unless terminated by the unanimous written agreement of all members or by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member, unless the business of the company is continued by the consent of all the remaining members or by amendment to these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

**ARTICLE IV  
Purpose**

This LLC is organized to conduct any kind of business permitted under the laws of the State of Florida, the United State of America and each of its states, severally, and in particular to acquire by purchase or otherwise, coaches to be used in transportation.

**ARTICLE V  
Management**

The Limited Liability Company is to be managed by the following managing members:

BERKELEY PENNINGTON ASSOCIATES, INC.  
12661 New Brittany Blvd.  
Fort Myers, FL 33907

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SOUTHERN TRAVEL ENTERPRISES, INC. ✓  
1250 Vesper Drive  
Fort Myers, FL 33901

**ARTICLE VI**  
**Admission of Additional Members**

Admission of additional members shall only occur with the written consent of a simple majority of the remaining members.

**ARTICLE VII**  
**Members Rights to Continue Business**

The remaining members shall have a right to continue the business on 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 this limited liability company, only if the consent of all the remaining members or by amendment to these Articles of Organization providing for the continued existence of the company subsequent to the foregoing events.

**ARTICLE VIII**  
**Registered Agent and Office**

The name and street address of the registered agent and office of the Limited Liability Company are:


LADONNA J. CODY  
Attorney at Law  
12661 New Brittany Blvd.  
Fort Myers, FL 33907

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DIVISION OF CORPORATION

IN WITNESS WHEREOF, the parties hereto have executed these Articles of Organization this 22<sup>nd</sup> day of November 2005.

BERKELEY PENNINGTON ASSOCIATES,  
INC.

BY:   
DENIS WESTBROOK, PRESIDENT

SOUTHERN TRAVEL ENTERPRISES, INC.

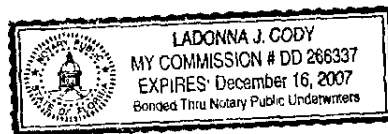
BY:   
ANTHONY HIGNETT, PRESIDENT

STATE OF FLORIDA  
COUNTY OF LEE

Before me personally appeared DENIS WESTBROOK, AS PRESIDENT OF BERKELEY PENNINGTON ASSOCIATES, INC. and ANTHONY HIGNETT, AS PRESIDENT OF SOUTHERN TRAVEL ENTERPRISES, INC., , ( x ) who are personally known to me or ( ) have produced \_\_\_\_\_ as identification to be the persons who executed the foregoing articles of organization.

In witness whereof, I have hereunto set my hand and seal on this 22<sup>nd</sup> day of November 2005.

*Ladonna J. Cody*  
LADONNA J. CODY  
Notary Public



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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY 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 DENTON COACHES, LLC
2. The name and address of the registered agent and office are:

LADONNA J. CODY  
Attorney at Law  
12661 New Brittany Blvd.  
Fort Myers, FL 33907

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 property and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Executed this 22<sup>nd</sup> day of November 2005.

  
LADONNA J. CODY, Registered Agent

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