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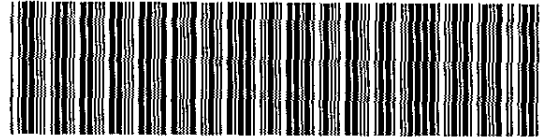
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06 JAN -9 AM 11:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N. Culligan DEC 30 2005

## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: Davis and Connelly Associates, LLC  
(Name of Limited Liability Company)

The enclosed Articles of Organization and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Van D. Davis  
(Name of Person)

\_\_\_\_\_  
(Firm/Company)

13730 Cypress Terrace Circle #402  
(Address)

Fort Myers, FL 33907  
(City/State and Zip Code)

For further information concerning this matter, please call:

Van Davis at ( 239 ) 278-5209  
(Name of Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- ☒ \$125.00 Filing Fee    ☐ \$130.00 Filing Fee & Certificate of Status    ☐ \$155.00 Filing Fee & Certified Copy (additional copy is enclosed)    ☐ \$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, FL 32314

**Street/Courier Address**  
Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

December 30, 2005

VAN D. DAVIS  
13730 CYPRESS TERRACE CIRCLE #402  
FORT MYERS, FL 33907

SUBJECT: DAVIS AND CONNELLY ASSOCIATES, LLC  
Ref. Number: W05000057064

We have received your document for DAVIS AND CONNELLY ASSOCIATES, LLC and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6067.

Neysa Culligan  
Document Specialist

Letter Number: 005A00074167

# Limited Liability Company

## Articles of Organization

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06 JAN -9 AM 11:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, who intend to form and create a Limited Liability Company, PURSUANT TO THE Statutes of the State Florida, do hereby state and certify the following:

1. The name of the Liability Company shall be DAVIS AND CONNELLY ASSOCIATES, LLC
2. The registered office of the company is located at 13730 Cypress Terrace Circle #402, city of Fort Myers, state of Florida; its registered agent is Van D. Davis for service of process.
3. The principal place of business of the Company is located at 13730 Cypress Terrace Circle #402, city of Fort Myers, state of Florida.
4. The purpose for which the company is formed is to engage in any lawful acts or activities for which limited liability companies may be formed under laws of the above named State.
5. The company shall have a duration of 30 years and it shall dissolve at the end of said time frame. Unless extended by unanimous consent of the members.
6. Indemnification.
  - a. The company shall indemnify any person who is or was a party, who is threatened to made a party, to any threatened, pending, or completed action, suitor proceeding, whether civil, criminal, administrative, or investigative, including all appeals, by reason of the fact that he or she is or was a member, managing member, or employee of the company, or is or was serving at the request of the company as a director, trustee, officer, or employee of another limited liability company, corporation, partnership, joint venture, trust, or other enterprise, against any and all expenses (including reasonable attorney's fees) judgments, decrees, fines, penalties, and amounts paid in settlement, which were actually and reasonably incurred by him or her in connection with such action, suit or proceeding, if he or she acted in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interests of the company, and with respect to any criminal action or proceeding, he or she had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or plea of nolo contendere, or its equivalent shall not, of itself, create a presumption that the person did

not act in good faith and in a manner which he or she reasonably believed to be in, or at least not opposed to, the best interest of the company.

- b. The foregoing indemnification shall not apply in the case of an action, suit, or proceeding instituted by one or more members of the company, if the claim, matter, or issue raised therein is determined by a court of competent jurisdiction to have resulted from the negligence or misconduct of the member(s) seeking indemnization; provided, however, that such indemnification shall nonetheless apply if, in view of all of the circumstances of the case, such court shall determine that such member(s) is/are fairly and reasonably entitled to indemnification, with respect to such expenses, judgments, decrees, fines, penalties, and amounts paid in settlement as determined by the court.
- c. Expenses of each person indemnified hereunder, incurred in defending against a civil, criminal, administrative, or investigative action, suit or proceeding (including all appeals), or threat thereof, may be paid by the company in advance of the final disposition of such action, suit, or proceeding, as authorized by a majority in interest of the members, upon receipt of an undertaking by such person to repay such amount unless it shall ultimately be determined that he or she is entitled to by indemnification by the corporation.

7. Composition of management. The management of the company will be vested in a board of managers, consisting of a number not more than three, who are required to be members of the company, designated in accordance with the terms of the company operating agreement.

8. The names and addresses of the Managers of the Company are as follows:

Names	Addresses
Van D. Davis	6941 Honeycomb Lane Fort Myers, FL 33912
Brian P. Connelly	5011 Leadenhall Road Oak Ridge, NC 27310
Jack A. Davis	4961 Neal Road Fort Myers, FL 33905

9. The company shall have the right to add additional Members according to the terms of the Operating Agreement.

10. The Members may only discontinue business upon an event of dissolution only according the terms of the Operating Agreement.

11. The company shall be initially organized with at least two Members.

MANAGING MEMBERS

[Signature]  
Signature  
[Signature]  
Signature

MEMBERS

[Signature] D 120-864-62-309-0  
Signature  
[Signature]  
Signature  
[Signature]  
Signature  
[Signature]  
Signature  
[Signature]  
Signature

STATE OF North Carolina

COUNTY OF Forsyth

On the 27 day of December, 2005, personally appeared before me members of Davis and Connelly Associates LLC, the signer(s) of the within instrument who duly acknowledged to me that they executed the same.

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06 JAN -9 AM 11:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

[Signature]  
Notary Public

305 Brown Acres Rd W.S., NC  
Residing at:

January 16, 2007  
My commission expires:

As stated in Item #2 I Van D. Davis as registered agent do hereby state and confirm that I hereby am familiar with and accept the duties and responsibilities as registered agent for Davis and Connelly Associates, LLC.

Signature: [Signature]

Date: 01/06/06