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2006 JAN 31 PM 4:55  
TALLAHASSEE, FLORIDA

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J. BRYAN FEB - 1 2006

CORP DIRECT AGENTS, INC. (formerly CCRS)  
515 EAST PARK AVENUE  
TALLAHASSEE, FL 32301  
222-1173

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: TRACY SPEAR

DATE: 01/31/06

REF. #: 000958.47409

CORP. NAME: HANBURY HOLDING CO., LLC

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TALLAHASSEE, FLORIDA

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME              |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION |   |   |
| <input type="checkbox"/> OTHER:                      |   |   |

STATE FEES PREPAID WITH CHECK# 515888 FOR \$ 125.00

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

\_\_\_\_\_ COST LIMIT: \$ \_\_\_\_\_

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| <input type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials

**ARTICLES OF ORGANIZATION**

**OF**

**HANBURY HOLDING CO., LLC**

**a Florida Limited Liability Company**

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2006 JAN 31 PM 4:55  
CLERK OF CIRCUIT COURT  
MALLABEE COUNTY, FLORIDA

**ARTICLE I  
NAME**

The name of this Limited Liability Company is:

**HANBURY HOLDING CO., LLC (the "Company").**

**ARTICLE II  
PURPOSE**

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Fla. Stat., as the same may be amended from time to time.

**ARTICLE III  
ADDRESS**

The mailing and street address of the Company's principal place of business is 300 Riverside Drive East, Suite 1700, Bradenton, FL 34208.

**ARTICLE IV  
DURATION**

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company 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, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

**ARTICLE V  
MANAGEMENT  
MEMBER MANAGED**

The Limited Liability Company is to be managed by one or more members and is therefore a member-managed company.

**ARTICLE VI  
MEMBERS**

The names and addresses of the initial members are as follows:

Dr. Aaron Sudbury and Lori A. Sudbury, as Tenants by the Entirety  
300 Riverside Drive East, Suite 1700  
Bradenton, Florida 34208

**ARTICLE VII  
MEMBER VOTING**

A. Member Voting. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.

B. Additional Contributions. The Members shall make additional capital contributions from time to time, as required by the Operating Agreement adopted by the Company.

**ARTICLE VIII  
ADOPTION OF OPERATING AGREEMENT**

The members shall adopt an Operating Agreement for the Company, which Agreement may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

**ARTICLE IX  
AMENDMENT OF ARTICLES OF ORGANIZATION**

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Operating Agreement permitting said amendment, at any annual or special meeting.

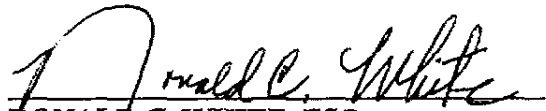
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2006 JAN 31 PM 4:35  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

**ARTICLE X**  
**INITIAL ADDRESS OF REGISTERED OFFICE**  
**AND DESIGNATION OF REGISTERED AGENT**

The street address of the initial registered office of this limited liability company in the State of Florida is 5348 First Avenue North, St. Petersburg, Florida 33710. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as Ronald C. White, Esq. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

**THESE ARTICLES OF ORGANIZATION** have been executed by the undersigned member or authorized representative of the member this 31<sup>st</sup> day of January, 2006.

  
RONALD C. WHITE, ESQ.

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2006 JAN 31 PM 4:55  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

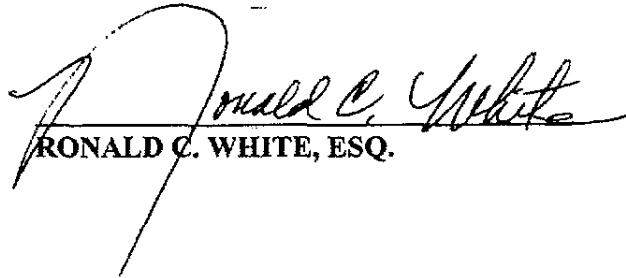
**ACCEPTANCE OF REGISTERED AGENT  
OF HANBURY HOLDING CO., LLC**

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of **HANBURY HOLDING CO., LLC**, **Ronald C. White, Esq.**, the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

5348 First Avenue North  
St. Petersburg, Florida 33710

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

Signed this 31<sup>st</sup> day of January, 2006.

  
RONALD C. WHITE, ESQ.