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LARRY T. GRIGGS ATTORNEY AT LAW, P.A.

2006 JAN 31 BORFLANTATION ISLAND DR. S., SUITE 2028 ST. AUGUSTINE, FLORIDA 32080 SECRETARY OF STATE TALLAHASSEE, FLORIDA TELEPHONE (904) 471-5204 FAX (904) 460-7248

January 26, 2006

Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, FL 32314

# RE: WMKG, LLC

Gentlemen:

Enclosed herewith please find the Articles of Organization for the limited liability company WMKG, LLC and a check payable to your office in the sum of \$130.00. This represents \$100.00 for the filing fee of the Articles, \$25.00 for the filing of the Registered Agent Designation and \$5.00 for the Certificate of Status.

Please contact me if you have any questions or if I may be of further assistance.

Sincerely.

LTG/klm

Enclosures: Articles of Organization Check

## ARTICLES OF ORGANIZATION OF WMKG, LLC

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# ARTICLE I

2006 JAN 31 P 12: 3 SECRETARY OF STATE TALLAHASSEE, FLORIDA

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#### Name

The name of the limited liability company ("Company") is WMKG, LLC.

## ARTICLE II

### Address

The mailing address of the Company's principal office is 1049 Oak Arbor Circle, St. Augustine, Florida 32084.

# ARTICLE III

## **Registered Agent and Office**

The name of Company's initial registered agent in Florida is Charles W. Johns.

The address of Company's registered office in Florida is 1049 Oak Arbor Circle, St. Augustine, Florida 32084.

### <u>ARTICLE IV</u>

### Management

The Company is to be managed by the members. Each managing member is identified as follows:

Charles W. Johns, MGMR 1049 Oak Arbor Circle St. Augustine, FL 32084

Isabel M. Johns, MGMR 1049 Oak Arbor Circle St. Augustine, FL 32084

## <u>ARTICLE V</u>

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# **Admission of New Members**

Members of the Company have the right to admit new members? Additional members may be admitted only on the unanimous written consent of the existing members shall determine the amount and nature of contributions by new members at the time the new members are admitted.

### ARTICLE VI

## **Continuation of Business**

The remaining members of the Company have the 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 the Company. The business may be continued only on the unanimous written consent of the remaining members.

### <u>ARTICLE VII</u>

## Indemnification

To the greatest extent not inconsistent with the laws and public policies of Florida the Company will indemnify, as a matter or right, any Member made a party to any proceeding because he or she is or was a Member, against all liability incurred by such individuals in connection with any proceeding; provided that such individual has met the standard of conduct for indemnification set forth under Florida law.

#### ARTICLE VIII

#### Additional Provisions

The power to adopt, alter, amend or repeal the regulations of the Company is vested entirely in the members.

IN WITNESS WHEREOF, I have executed these Articles of Organization on this 24 day of January, 2006.

MN 31 P 12:31 Charles Managing MembesecRETARY OF STATE

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provision of Section 608.415 or 608.507, Florida Statues, 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 WMKG, LLC.

(2) The name and address of the registered agent and office is: Charles Johns, 1049 Oak Arbor Circle, St. Augustine, Florida 32084.

(3) Having been named as registered agent and to accept service of process for the above-named 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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this day of January, 2006. Charles W.Johns

3