# 106000018310





700065662137

02/13/06 -01002--019 \*\*/55,00

W GP

## Holland+Knight

Tel 941 748 7076 Fax 941 747 9774 Holland & Knight LLP Bradenton Financial Center, Suite 1200 1401 Manatee Avenue West Bradenton, FL 34205-6702 www.hklaw.com

February 10, 2006

Charles J. Pratt, Jr. 941 745 8105 Chuck.pratt@hklaw.com

Florida Department of State Division of Corporations Corporate Filings P.O. Box 6327 Tallahassee, FL 32314

Re: Reid Holdings Management, LLC

Dear Sir or Madam:

Enclosed please find Articles of Organization for the above referenced LLC, along with our check in the amount \$155.00 representing the filing fee and a certified copy.

Thank you for your assistance in this regard.

Very truly yours,

HOLLAND & KNIGHT LLP

CJP/kjd Enclosures

# 3274280\_v3

## ARTICLES OF ORGANIZATION for

# REID HOLDINGS MANAGEMENT, LLC a Florida Limited Liability Company

The undersigned, desiring to form a limited liability company under and pursuant to Florida Statute 608 entitled the Florida Limited Liability Company Act, do hereby adopt the following Articles of Organization for such company:

1. The name of this company shall be:

### REID HOLDINGS MANAGEMENT, LLC

and the address of its initial principal office is:

739 Hillcrest Drive Bradenton, Florida 34209

and its mailing address is the same.

- 2. The company shall exist until dissolved in a manner provided by law, these Articles or Regulations adopted by the members.
- 3. The name and street address of the initial registered agent and office for this company is as follows:

#### CHARLES J. PRATT, JR.

739 Hillcrest Drive Bradenton, Florida 34209

- 4. Additional members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such a new member, in the manner set forth in the Regulations of this Company.
- 5. This limited liability company shall be dissolved upon the occurrence of any of the following events:
  - (a) By the unanimous written agreement of all members.
- (b) Upon 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 in the limited liability company, unless the

business of the limited liability company is continued by the consent of all remaining members or under a right to continue stated in the articles of organization of the limited liability company.

- 6. The business of the Company shall be managed by its Members, but the company has the right to hire a manager or managers to assist in the operation of the company.
- 7. The power to adopt, alter, amend or repeal the regulations of the limited liability company shall be vested in the Members.
- 8. Except as otherwise provided by Law, no debt shall be contracted nor liability incurred by or on behalf of this company except by the all the Members, unless otherwise provided in the regulations or further action of the Members.
- 9. A member shall not receive out of the Company property any return of his or her contribution until:
- (a) all liabilities of the company, except liabilities to Members on account of their contributions to capital, have been paid or sufficient property of the company remains to pay them,
- (b) the consent of all Members is had, unless the return of the contribution to capital may be rightfully demanded,
- (c) these Articles are canceled or so amended as to set out the withdrawal reduction,

A Member shall be entitled to the return of his or her contribution in the manner provided for in the regulations of the Company.

10. The Company shall have all powers authorized by law, as well as any additional lawful powers to effectuate and complete its business transactions.

IN WITNESS WHEREOF, the undersigned Authorized Representative has hereunto set his hand and seal this given day of Julius, 2006.

CHARLES J. PRATT, JR.

Incorporator

Having been named as Registered agent and to accept service of process for the above stated limited liability company, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of a 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.

Bv:

CHARLES J. PRATT, JR.

# 3568357\_v1

2035 FED 13 PM 12: 06