

Division of Corporations

Florida Department of State  
Division of Corporations  
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**L. SELLERS**

FEB - 5, 2009

**EXAMINER**

To: Division of Corporations  
Fax Number : (850) 617-6383

From:  
Account Name : EMMANUEL SHEPPARD & CONDON  
Account Number : 072720000035  
Phone : (850) 433-6581  
Fax Number : (850) 434-7163

**FLORIDA/FOREIGN LIMITED LIABILITY CO.**

**NB PARTNERS, LLC**

Certificate of Status	0
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ARTICLES OF ORGANIZATION  
OF  
NB PARTNERS, LLC

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

ARTICLE I  
NAME

The name of the limited liability company, hereinafter referred to in these Articles as "Company," is NB PARTNERS, LLC.

ARTICLE II  
ADDRESS

The Company's street address of its principal place of business in Florida is 120 E. Main Street, Pensacola, Florida 32502 and its mailing address is the same, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE III  
MANAGEMENT

The business of the Company shall be managed by one or more managers chosen by the Company's Members. The initial Manager of the Company shall be:

NAME

ADDRESS

Neal B. Nash

120 E. Main Street  
Pensacola, FL 32502

ARTICLE IV  
RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Company. A member's interest in the Company may not be sold or otherwise transferred except with unanimous written consent of all members.

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ARTICLE V  
OPERATING AGREEMENT

The power to adopt, alter, amend or repeal the Operating Agreement of the Company shall be vested in the members unless vested in the manager of the Company by any amendments of the Articles of Organization. An Operating Agreement adopted by the members or by the manager may be repealed or altered, new operating agreement may be adopted by the members, and the members may prescribe in any operating agreement made by them that such operating agreement may not be altered, amended or repealed by the manager.

ARTICLE VI  
AMENDMENT TO ARTICLES

Any amendment to these Articles of Organization shall be on such form prescribed by the Florida Secretary of State, containing such terms and provisions consistent with Section 608 of the Florida Statutes, as shall be prescribed by the Department of State, and shall be signed and sworn to by all members of the Company. In the event a new member is added by such amendment, it shall also be signed by the member to be added.

The undersigned, being an original member of the Company, hereby acknowledges that, in accordance with Section 608.408(3), Florida Statutes, the execution of these Articles of Organization constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Dated: FEB 3, 2009  
Neal B. Nash

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered agent and registered office in the State of Florida.

1. The name of the limited liability company is NB PARTNERS, LLC

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2. The name and street address of the registered agent and registered office are: Alan B. Bookman at 30 S. Spring St., Pensacola, FL 32502.

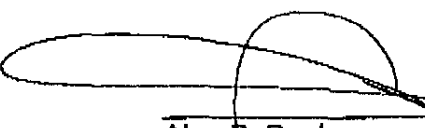
NB PARTNERS, LLC

By: 

Neal B. Nash  
Its: Manager

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

Dated: Feb 3, 2009

  
Alan B. Bookman  
Registered Agent

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