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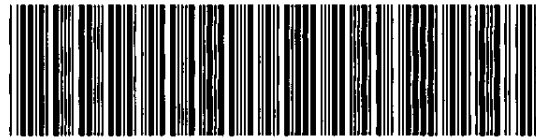
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EXAMINER

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DIVISION OF CORPORATIONS  
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## COVER LETTER

TO: Registration Section  
Division of Corporations

SUBJECT: SMITH - McDOWELL, 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:

D. ANDREW HUNT

Name of Person

HUNT & SMITH LAW FIRM, P.A.

Firm/Company

P.O. BOX 1260

Address

LAKE WALES, FL 33859-1260

City/State and Zip Code

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

D. ANDREW HUNT

Name of Person

at ( 863 )

676-1423

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:

☒ ~~\$150.00 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

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## **ARTICLES OF ORGANIZATION OF SMITH - McDOWELL, LLC**

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F. S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

### **ARTICLE I – NAME**

The name of the limited liability company shall be SMITH - McDOWELL, LLC (“company”).

### **ARTICLE II – ADDRESS**

The mailing address of the company is P.O. Box 505, Frostproof, FL 33843, and the street address of the principal office of the company is 336 W. Peabody Circle, Avon Park, FL 33825.

### **ARTICLE III – DURATION**

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company’s existence shall be perpetual unless the company is dissolved earlier as provided in these articles of organization or in the regulations.

### **ARTICLE IV – REGISTERED OFFICE AND AGENT**

The name and street address of the registered agent of the company in the state of Florida are Newell A. Smith, 336 W. Peabody Circle, Avon Park, FL 33825.

### **ARTICLE V – ADMISSION OF NEW MEMBERS**

Except as set forth in the regulations, no additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by written request.

## ARTICLE VI – MEMBERS' RIGHT TO CONTINUE BUSINESS

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by unanimous vote of all the remaining members.

## ARTICLE VII – MANAGEMENT

The company shall be managed by the members in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial managing member of the company is:

NAME

ADDRESS

Newell A. Smith, Trustee

336 W. Peabody Circle  
Avon Park, FL 33825

IN WITNESS WHEREOF, the undersigned member has made and subscribed these articles of organization at Lake Wales, Florida, on November 18, 2009.

Newell A. Smith Trust under Agreement  
Dated the 3<sup>rd</sup> day of April, 1996

Newell A. Smith, Trustee  
Newell A. Smith, Trustee

STATE OF FLORIDA  
COUNTY OF POLK

The foregoing instrument was acknowledged before me this 18<sup>th</sup> day of November, 2009, by Newell A. Smith, Trustee of the Newell A. Smith Trust under Agreement dated the 3<sup>rd</sup> day of April, 1996, [ ] who is personally known to me, or [X] who has produced Driver's License as identification.

Vera M. Keen  
Vera M. Keen (Type or print name)  
Notary Public/State of Florida at Large  
My Commission Expires:



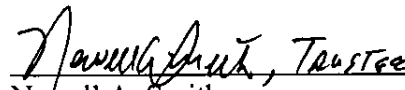
## DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Under the provisions of F. S. 608.414 or 608.507, SMITH - McDOWELL, LLC submits the following statement to designate a registered office and registered agent in the state of Florida:

1. The name of the limited liability company is SMITH - McDOWELL, LLC.
2. The name and street address of the registered agent in Florida are:

Newell A. Smith  
336 W. Peabody Circle  
Avon Park, FL 33825

The undersigned, being the person named in the articles of organization of SMITH - McDOWELL, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above-stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accepts the obligations of the position of registered agent.

  
Newell A. Smith  
Registered Agent