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BRYANT & HIGBY, CHARTERED

ATTORNEYS AT LAW 833 HARRISON AVENUE (32401) POST OFFICE BOX 860 PANAMA CITY, FLORIDA 32402-0860

> TELEPHONE (850) 763-1787 TELECOPIER (850) 785-1533

> > November 5, 2010



LYNN C. HIGBY

(1938-1992)

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

Re: Professional Resource Company Company, LLC

Dear Sir or Madam:

Attached is Articles of Organization to be filed and check in the amount of \$125.00 for the filing fee.

Very truly yours,

Rowlettw begant

Rowlett W. Bryant

RWB/tka Enclosures

ROWLETT W. BRYANT CLIFFORD C. HIGBY HALLEY A. STARK NICOLE M. LANNA

ARTICLES OF ORGANIZATION OF **PROFESSIONAL RESOURCE COMPANY, LLC**

A LIMITED LIABILITY COMPANY

THE UNDERSIGNED, being authorized to execute and file these Atticles of Organization, hereby certifies that: <u>e</u>

ARTICLE I - NAME

The name of the Limited Liability Company (hereinafter referred to as "Company") is **PROFESSIONAL RESOURCE COMPANY, LLC**.

ARTICLE II - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is 747 Airport Road, Panama City, Florida 32405.

ARTICLE III - REGISTERED AGENT, REGISTERED OFFICE, AND REGISTERED AGENT'S SIGNATURE

The name of the Limited Liability Company's Registered Agent and his Florida Street address are: Rowlett W. Bryant, 833 Harrison Avenue, Panama City, Florida 32401.

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 as provided for in Chapter 608, F.S.

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ARTICLE IV - MANAGEMENT

The Limited Liability Company shall be managed by its Members. The names and addresses of the members are: Ron Samuelian, 747 Airport Road, Panama City, Florida, 32405, and Patsy Finch, 747 Airport Road, Panama City, Florida 32405.

ARTICLE V - ADMISSION OF NEW MEMBERS

No additional Members may be admitted to this Limited Liability Company without the consent of all Members.

ARTICLE VI - LIMITATION OF AUTHORITY

Except in those instances where there is a single Member, no Member of Limited Liability Company shall be an agent of the Company solely by virtue of being a Member, and no Member shall have the authority to incur debt or contractual mability on behalf of the Company solely by virtue of being a Member, except that of the managing Member or managing members.

ARTICLE VII - REGULATIONS

Any operating agreement of the Limited Liability Company shall be in writing and signed by all of the Members.

ARTICLE VIII - DURATION

- 1. Upon written agreement of all members, the duration of the Company is perpetual.
- 2. Upon the death, retirement, resignation or bankruptcy of a Member of any other event which terminates the continued membership of a Member in the Company, unless the remaining Member, within ninety (90) days after the event of occurrence, unanimously elect to continue the business of the Company pursuant to the terms of these Articles and any operating agreement.

IN WITNESS WHEREOF, the undersigned Members have signed these Articles of Organization and acknowledged them to be their act this 20 day of October, 2010.

RON SAMUELIAN

FINCH

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In accordance with Section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

STATE OF FLORIDA COUNTY OF BAY

THE FOREGOING was acknowledged before me this 29 day of October, 2010, by RON SAMUELIAN who is personally known to me or who has produced as identification.

Notary Public State of Florida Repecca S Knotts My Commission DD812459 Notary Public Expires 08/06/2012 12 My Commission: Expires:

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STATE OF FLORIDA COUNTY OF BAY

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THE FOREGOING was acknowledged before me this day of October, 2010, by PATSY FINCH who is personally known to me or who has produced

as identification.



Notary Public My Commission: Expires: (

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