

L95000000249

MOSS & ROCOVICH
ATTORNEYS AT LAW
A PROFESSIONAL CORPORATION
FIRST UNION TOWER
105 JEFFERSON STREET 24011
P O BOX 13606
ROANOKE, VIRGINIA 24036
(703) 982-7678
FAX (703) 982-2443

March 22, 1995

FILE NO:

VIA FEDERAL EXPRESS

Mr. J. R. Mullins
Mullins, Inc.
Mullins Professional Building
Executive Suite No. 301
Richlands, VA 24641

Re: Vero Investments, L.L.C.

Dear Mr. Mullins,

Enclosed are the following:

- 1) Articles of Organization,
- 2) Affidavit of Membership and Contributions, and
- 3) Certificate of Designation of Registered Agent/Registered Office.

Please sign each document as indicated and have the articles of organization notarized. Send the originals and a copy of each to the following address:

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Include a check made payable to the Florida Department of State in the amount of Three hundred thirty seven dollars and fifty cents (\$337.50) to cover the filing fees and to receive a certified copy of the articles.

If you have any questions, please call my secretary, Angela Bias.

Very truly yours,

MOSS & ROCOVICH, P.C.

Gerald A. Dechow
(ach)

jm
3-29-95
P
GAD/ach
Enclosures

FILED
MAR 27 1995
TALLAHASSEE, FL
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5071
337.50

ARTICLES OF ORGANIZATION
OF

VERO INVESTMENTS, L.C.
a Limited Liability Company

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SECRET
TALLAHASSEE, FLORIDA

1. Name. The name of this Limited Liability Company is Vero Investments, L.C.
2. Address. The Mailing Address and Street Address of the principal office of this Limited Liability Company is:

Mailing Address:

1342 E. Vine Street, Suite 207
Kissimmee, FL 34744

Street Address:

1342 E. Vine Street, Suite 207
Kissimmee, FL 34744

3. Duration. The period of duration of this Limited Liability Company is perpetual.
4. Additional Members. The right of the Members to admit Additional Members and the terms and conditions of the admissions are:

The Members shall have the right by unanimous agreement to admit additional members on such terms and conditions as the Members shall specify by unanimous agreement and subject to the terms of the Operating Agreement.

5. Continuation Upon Withdrawal of Member. The Members shall have the right to continue the Company upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any event which terminates the continued membership of a Member in the Company (collectively, "Withdrawal"), as long as there are at least two remaining Members, and the remaining Members agree to continue the Company by unanimous written consent within ninety (90) days after the Withdrawal of a Member, as set forth in the Operating Agreement of the Company.

6. Manager. This Limited Liability Company shall be managed by a Manager. The name and address of the Manager who is to serve as Manager until the first annual meeting of Members or until their successors are elected and qualify is:

J. R. Mullins
1342 E. Vine Street, Suite 207
Kissimmee, FL 34744

Signature:

J. R. Mullins
Organizer - J. R. Mullins

23 MAR. 1995
Date

STATE OF South Carolina
____ OF _____

I, Sheldon J. Nays, a Notary Public, do hereby certify that on this 23rd day of MARCH, 1995, personally appeared before me J. R. Mullins, who, being by me first duly sworn, declared that he read and signed the foregoing Articles of Organization and Affidavit and that the statements therein are true and correct to the best of his knowledge.

Sheldon J. Nays
Notary Public

My commission expires: My Commission Expires April 29, 2004.

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95 MAR 27 AM 9 05
SECRET
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, 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: Vero Investments, L.C.
2. The name and address of the registered agent and office is:

J. R. Mullins
1342 E. Vine Street, Suite 207
Kissimmee, FL 34744

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.

J. R. Mullins
(Signature)

23 MAR 1995
(Date)

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

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SECRET
TALLAHASSEE, FLORIDA

The undersigned member or authorized representative of a member of Vero Investments, L.C. deposes and says:

- 1) the above named limited liability company has at least two members.
- 2) the total amount of cash contributed by the member(s) is One thousand dollars (\$1,000.00).
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-. A description of the property is attached and made a part hereto.
- 4) the total amount of cash or property anticipated to be contributed by member(s) is One thousand dollars (\$1,000.00). This total includes amounts from 2 and 3 above.

J. R. Mullins


Signature of a member or authorized representative of a member.

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

L950 000000249

LAW OFFICES OF

JAY EDGAR BAILY

SUITE 13
46 NORTH WASHINGTON BOULEVARD
SARASOTA, FLORIDA 34236-3928

(813) 364-9997

JAY EDGAR BAILY
(IL, IN, MD, & VA.)

December 28, 1995

FILED
96 JAN -3 PM 6:06
SECRETARY OF STATE
TALLAHASSEE FLORIDA

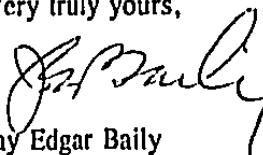
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-01/04/96--01057--010
*****35.00 *****35.00

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

Dear Sir/Madam,

Enclosed please find Statement of Change of Registered Agent for Limited Liability Company, and Filing Fee of \$35.00.

Very truly yours,


Jay Edgar Baily

JEB/mb

RA Chg

VS JAN 11 1996

Florida Department of State, Sandra B. Mortham, Secretary of State
**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR LIMITED LIABILITY COMPANY**

Pursuant to the provisions of sections 608.416 or 608.508, Florida Statutes, the undersigned limited liability company organized under the laws of the State of Florida, submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the limited liability company is: Vero Investments, L.C.

1b. The mailing address of the limited liability company is: _____

P. O. Box 1270, Ft. Pearce, Florida 24594

1c. Date of filing/registration in Florida: 03/27/95 Document number: L95000000249

2. The name and address of the current registered agent and office:

J. R. Mullins

1342 E. Vine Street, Suite 207

Kissimmee, FL 34744

3. The name and address of the new registered agent and office: (P.O. BOX NOT ACCEPTABLE)

Jay Edgar Bailly

46 N. Washington, Suite 13

Sarasota, FL 34236-5928

After the change or changes are made, the street address of the registered office and the business office of the registered agent will be identical.

Such change was authorized by affirmative vote of a majority of the members of the limited liability company or as provided in the articles of organization or the regulations of the limited liability company.

Ronald C. Campbell

(Signature of a member or
authorized representative of a member)

12/10/90
(Date)

Ronald C. Campbell, Manager
(Printed or typed name and title)

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 all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

J. E. Bailly
(Signature of Registered Agent)

12-28-95
(Date)

Division of Corporations, P.O. Box 6327, Tallahassee, FL 32314

L95000000249

STATE OF FLORIDA
OFFICE OF THE COMPTROLLER
APPLICATION FOR REFUND

Section 215.26, Florida Statutes, states in part: "Applications for refunds as provided in this section shall be filed with the Comptroller, except as otherwise provided herein, within 3 years after the right to such refund shall have accrued else such right shall be barred." Three years is generally interpreted as meaning three years from the date of payment into the State treasury. The Comptroller has delegated the authority to accept applications for refund to the unit of State government which initially collected the money.

Pursuant to the provisions of Rule 3A-44.020, Florida Administrative Code, and Section 215.26, Florida Statutes, or Section _____, Florida Statutes, I hereby apply for a refund of moneys I paid into the State treasury, which are subject to refund. The following information is submitted to substantiate the claim.

Name: Wilson, DeCamp & Tibbott, P.S.C. EIN or SS#: 61-1237590

Address: 155 E. Main St., Suite 200
Lexington, KY 40507-1332

Amount: \$35.00 Date Paid 1-29-96 check no. 3867 51 3/13

Reason for claim: Withdrawal of Change of Registered Agent fee.

S. Harris/Amendments

VIRGO INVESTMENTS, L.C., L95000000249

Certified true and correct this 7 day of March, 19 96.

Signature J. Tracy S. Stroth

* Must be completed if authority is other than Section 215.26, Florida Statutes.

For Agency Use Only

Agency recommends approval of above claim and submits the following information to substantiate the claim: Amount of recommended refund \$ 35.00

The amount requested above was originally deposited into the State Treasury, as a part of the funds deposited on State Treasurer's Receipt No. 01086-011 dated 02/01/96

Name of Account 45202130001453000000000010000

Statutory Authority for Collection 607.0122

It is requested that payment be made from the following account:

NAME OF ACCOUNT: 452021300014530000000022002000

Certified true and correct this _____ day of _____, 19 _____.

Department of State, Division of Corporations
(Agency)

(Authorized Signature and Title)

WILSON, DeCAMP & TALBOTT, P. S. C.

PHILIP E. WILSON
EARL S. WILSON, JR.
PATTERSON A. DeCAMP
JOHN S. TALBOTT, III

ATTORNEYS AT LAW
SUITE 200
155 EAST MAIN STREET
LEXINGTON, KENTUCKY 40507-1332

TELEPHONE
(606) 225-1191
FAX
(606) 225-6170

January 29, 1996

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

2000001 70012002
-02/01/96-11006-011
*****35.00 *****35.00

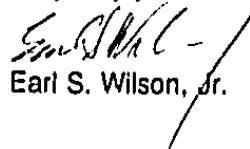
Re: Vero Investments, L.C.

Dear Clerk:

Enclosed please find a Statement of Change of Registered Office for the above referenced limited liability company together with a fee check for \$35.00.

If you have any questions please do not hesitate to call.

Very truly yours,


Earl S. Wilson, Jr.

ESW/lc
Enclosures
esw/multisec



FLORIDA DEPARTMENT OF STATE

Sandra B. Morthum
Secretary of State

February 5, 1996

Earl S. Wilson, Jr.
Wilson, DeCamp & Talbott, P.S.C.
155 E. Main St., Suite 200
Lexington, KY 40507-1332

SUBJECT: VERO INVESTMENTS, L.C.
Ref. Number: L95000000249

We have received your document for VERO INVESTMENTS, L.C. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the enclosed form for Limited Liability Company's.

We are enclosing a computer printout which reflects the registered agent and registered office now on file with this office. Please amend your document accordingly.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris
Corporate Specialist

Letter Number: 896A00004943

PHILIP E. WILSON
EARL B. WILSON, JR.
PATTERSON A. DeCAMP
JOHN B. TALBOTT, III

WILSON, DeCAMP & TALBOTT, P. S. C.

ATTORNEYS AT LAW
SUITE #00
188 EAST MAIN STREET
LEXINGTON, KENTUCKY 40507-1332

TELEPHONE
(606) 222-1181
FAX
(606) 222-8178

February 27, 1996

Mr. Steven Harris
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Vero Investments, L.C.
Ref. Number: L95000000249

Dear Mr. Harris:

Thank you for your letter dated February 5, 1996, a copy of which is enclosed. The computer printout you provided us with cleared up the agent and address matter. Vero Investments, L.C. does not wish to make any changes based on the printout. Since they no longer wish to proceed with the Statement of Change of Registered Office, please return my clients \$35.00 fee. Thank you.



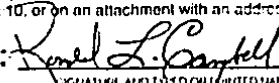
Very truly yours,


Earl S. Wilson, Jr.

ESW/lc
esw/mullinsos 2

Mailed Refund App. on 3/4/96
SH

2nd NOTICE: Limited Liability Company Will Be Dissolved On Or After August 21, 1996. If Dissolved, Minimum Amount Due To Reinstato: \$738.75

LIMITED LIABILITY COMPANY ANNUAL REPORT 1996		 FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State DIVISION OF CORPORATIONS		FILED 36 JUN 10 PM 4:04 SECRETARY OF STATE TALLAHASSEE, FLORIDA	
FILING FEE \$ 263.75		Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee + \$25.00 LATE FEE Make Check Payable To: FLORIDA DEPARTMENT OF STATE			
1. Name and Mailing Address of Limited Liability Company DOCUMENT # L95000000249 VERO INVESTMENTS, LLC 10075 SOUTH FEDERAL HIGHWAY #160 PORT ST. LUCIE, FL 34952-5614		1a. Principal Place of Business Address 10075 SOUTH FEDERAL HIGHWAY # 160 PORT ST. LUCIE, FL 34952-5614			
<small>If above mailing address is correct in any way, line through incorrect information and enter correction in Block 2a</small>					
2. Principal Place of Business Suite, Apt. #, etc. City & State Zip Country		2a. Mailing Address Suite, Apt. #, etc. City & State Zip Country		3. Date Organized or Qualified 03/27/1995 3a. State of Formation FL 4. FEI Number 59-3310774 <input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable	
				5. Date of Last Report 6. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
7. Name and Address of Current Registered Agent BAILY, JAY E 46 N. WASHINGTON, SUITE 13 SARASOTA, FL 34236			8. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, etc. City State Zip Code		
			FL		
9. Pursuant to the provisions of Sections 608.410 and 608.508, Florida Statutes, the above-named limited liability company submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by affirmative vote of a majority of the members. I hereby accept the appointment as registered agent, and accept the obligations.					
SIGNATURE _____ DATE _____ <small>(Registered Agent Accepting Appointment) (FEE: Registered Agent signature required when appointing)</small>					
10. Title	Managing Members/Managers	Business Street Address		City, State and Zip Code	
MGR	CAMPBELL, RONALD L	10075 SOUTH FEDERAL HIGHWAY # 160		PORT ST. LUCIE, FL 34952-5614 500001862115 -06/14/96--01039--013 ***263.75 ***263.75	
					
11. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3) (k), Florida Statutes. I further certify that the information indicated on this annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am a managing member or manager of the limited liability company or the receiver or trustee empowered to execute this report as required by Chapter 608, Florida Statutes; and that my name appears in Block 10, or on an attachment with an address.					
SIGNATURE: 		RONALD L. CAMPBELL		6/3/96 606.263-1991	