

L 9500000933

RICHARD A. WAGNER

ATTORNEY AT LAW

304 EAST COLONIAL DRIVE

ORLANDO, FLORIDA 32801

TELEPHONE (407) 423-3401

NOV 20 1995

November 17, 1995

VIA FEDERAL EXPRESS

Return to  
RW ASAP

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, Florida 32302

FILED  
95 DEC -5 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RE: ARTICLES OF ORGANIZATION OF CARROLL FULMER LOGISTICS L.C.

Dear Sir or Madam:

100001656491  
-12/07/95--01093--013  
\*\*\*\*337.50 \*\*\*\*337.50

Enclosed please find the following documents:

1. Original Articles of Organization for the above referenced company. Please file the original with the Secretary of State and ask them to provide a certified copy to my attention.
2. My client's check made payable to the Secretary of State in the amount of \$337.50 (reflecting the filing fee of \$285.00 and a certified copy fee of \$52.50) for filing Item #1 above and obtaining a certified copy of the Articles.
3. My client's check made payable to Attorneys' Title Insurance Fund, Inc. in the amount of \$10.00 for your services.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

*Richard A. Wagner*  
Richard A. Wagner

789,1127,671  
1/15 - 23703

RAW:kls  
Enclosure

FILED	\$250.00
R. AGENT	35.00
C. COPY	52.50
TOTAL	337.50
N. BANK	
BALANCE DUE	
REFUND	

B. BROWN DEC - 5 1995



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

November 20, 1995

ATTORNEYS' TITLE INSURANCE FUND, INC.  
660 EAST JEFFERSON STREET  
SUITE 200  
TALLAHASSEE, FL 32302

SUBJECT: CARROLL FULMER LOGISTICS L.C  
Ref. Number: W95000022908

We have received your document for CARROLL FULMER LOGISTICS L.C. and check(s) totaling \$337.50. However, your check(s) and document are being returned for the following:

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least two members; (2) the actual amount of cash contributions; (3) the agreed value of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 595A00051258

RECEIVED

**RICHARD A. WAGNER**

ATTORNEY AT LAW

304 EAST COLONIAL DRIVE

ORLANDO, FLORIDA 32801

TELEPHONE (407) 423-3401

December 4, 1995

VIA FEDERAL EXPRESS

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, Florida 32302

RE: ARTICLES OF ORGANIZATION OF CARROLL FULMER LOGISTICS L.C.

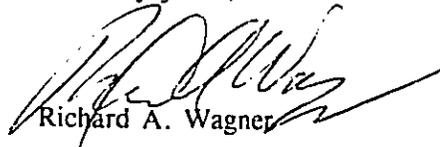
Dear Sir or Madam:

Enclosed please find the following documents:

1. Original and one copy of Articles of Organization for the above referenced company with attached Affidavit Pursuant To Florida Statutes 608.407(2). Please file the original with the Secretary of State and ask them to return the certified copy to my attention.
2. Copy of Letter from Division of Corporations dated November 20, 1995 (this must accompany the original Articles when filing).
3. My client's check made payable to the Secretary of State in the amount of \$337.50 (reflecting the filing fee of \$285.00 and a certified copy fee of \$52.50) for filing Item #1 above and obtaining a certified copy of the Articles.
4. My client's check made payable to Attorneys' Title Insurance Fund, Inc. in the amount of \$10.00 for your services.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

  
Richard A. Wagner

RAW:kis  
Enclosure

ARTICLES OF ORGANIZATION  
OF  
CARROLL FULMER LOGISTICS L.C.

**FILED**  
95 DEC -5 PH 3:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

- I. The name of the limited liability company is CARROLL FULMER LOGISTICS L.C.
  
- II. The limited liability company shall exist until such time as any Member becomes bankrupt, resigns or the Members unanimously agree in writing to dissolution or any other event occurs which terminates the continued membership of a Member in the limited liability company, unless upon any such occurrence all other Members unanimously consent in writing to continue the existence of the limited liability company.
  
- III. The nature of the business or purposes to be conducting or promoted is to engage in any lawful act or activity for which limited liability companies may be organized under the Florida Limited Liability Company Act.
  
- IV. The address of its registered agent in the State of Florida is 8340 American Way, Groveland, Florida 34736. The name of its registered agent at such address is Carroll A. Fulmer.
  
- V. The mailing address and street address of the principal office of the limited liability company is:  
8340 American Way  
Groveland, Florida 34736
  
- VI. The limited liability company will be managed by its Members. Additional Members may be admitted only with the unanimous written consent of all Members. The name and mailing address of each Member is as follows:

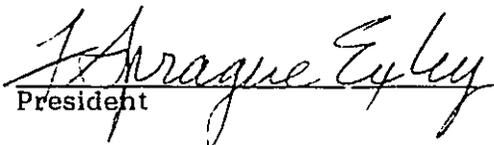
<u>Name</u>	<u>Mailing Address</u>
Carroll Fulmer & Co., Inc.	8340 American Way Groveland, Florida 34736
Food Carrier, Inc.	Post Office Box 339 Savannah, Georgia 31402-0339

VII. The limited liability company shall be governed by its Operating Agreement which shall be construed so as not to conflict with these Articles of Organization. In the event of conflict these Articles of Organization shall control conflicts with the Operating Agreement.

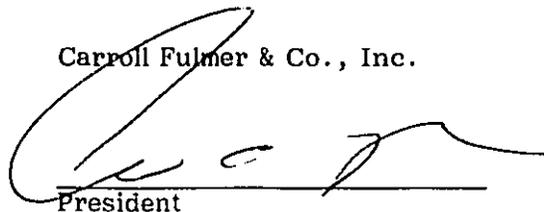
VIII. The limited liability company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization or in the Operating Agreement, by unanimous written consent of the Members.

WE, THE UNDERSIGNED, being the Members hereinbefore named, for the purpose of forming a limited liability company pursuant to the Florida Limited Liability Company Act, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 30th day of October, 1995.

Food Carrier, Inc.

  
President

Carroll Fulmer & Co., Inc.

  
President

STATE OF FLORIDA  
COUNTY OF LAKE

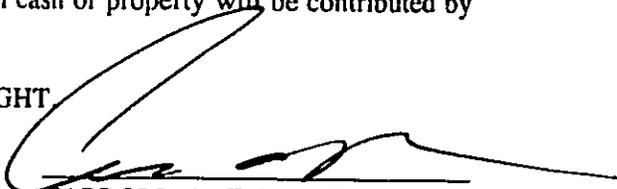
AFFIDAVIT PURSUANT TO FLORIDA STATUTES 608.407(2)

BEFORE ME, the undersigned authority, personally appeared CARROLL ANTHONY FULMER, who being first by me duly sworn deposes and says:

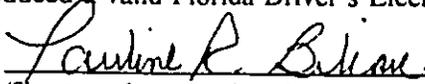
1. That affiant has personal knowledge of all matters stated herein.
2. That CARROLL FULMER LOGISTICS, L.C. has at least two (2) members. Those members being CARROLL FULMER & CO., INC. and FOOD CARRIER, INC.
3. The actual amount of cash contributions made by those members is as follows:

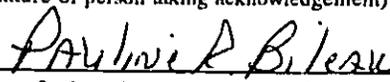
(a) CARROLL FULMER & CO., INC.	\$ 6,000.00
(b) FOOD CARRIER INC.	\$ -0-
4. No other property of any value other than cash as indicated above has been contributed by the members.
5. It is anticipated that no additional cash or property will be contributed by the members.

FURTHER AFFIANT SAYETH NAUGHT

  
CARROLL A. FULMER

SWORN TO AND SUBSCRIBED before me this 1st day of December, 1995, by CARROLL ANTHONY FULMER, who took an oath and who is personally known to me or who produced a valid Florida Driver's License as identification.

  
\_\_\_\_\_  
(Signature of person taking acknowledgement)

  
\_\_\_\_\_  
(Name of acknowledger typed, printed or stamped)

Notary Public, State of Florida

My Commission expires:

Commission Number:



PAULINE R BILEAU  
My Commission CC 4692  
Expires Jul. 08, 1996  
Bonded by ANIC  
800-852-6878

**FILED**  
95 DEC -5 PM 3:01  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First--That CARROLL FULMER LOGISTICS L.C. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the articles of incorporation at City of Groveland, County of Lake, State of Florida, has named CARROLL A. FULMER, located at 8340 American Way, Groveland, Florida 34736-5000, County of Lake, State of Florida, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: \_\_\_\_\_

CARROLL A. FULMER  
Resident Agent

**FILE NOW: Fee after May 1, will be \$263.75**

APPROVED  
AND  
FILED

JUL 29 AM 12:01

LIMITED LIABILITY COMPANY  
ANNUAL REPORT  
1996



FLORIDA DEPARTMENT OF STATE  
Secretary of State  
DIVISION OF CORPORATIONS

**FILING FEE** Annual Report \$100.00 + \$138.75 Corporation Supplemental Fee  
**\$ 238.75** Make Check Payable To: FLORIDA DEPARTMENT OF STATE

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DOCUMENT #L95000000933**  
  
Name and Mailing Address of Limited Liability Company  
  
CARROLL FULMER LOGISTICS L.C.  
8340 AMERICAN WAY  
GROVELAND FL 34736

1a. Principal Place of Business Address  
  
8340 AMERICAN WAY  
GROVELAND FL 34736

If above mailing address is incorrect in any way, line through incorrect information and enter correction in Block 2a

2 Principal Place of Business 8340 American Way Suite, Apt. #, etc.		2a. Mailing Address PO Box 5000 Suite, Apt. #, etc.		3. Date Organized or Qualified 12/05/1995	3a. State of Formation FL
City & State GROVELAND, FL		City & State GROVELAND, FL		4. FEI Number 59-3351087	<input type="checkbox"/> Applied For <input type="checkbox"/> Not Applicable
Zip 34736	Country USA	5. Date of Last Report	6. Certificate of Status Desired <input checked="" type="checkbox"/> Annual Report Required		

7. Name and Address of Current Registered Agent  
  
FULMER, CARROLL A  
8340 AMERICAN WAY  
GROVELAND FL 34736

8. Name and Address of New Registered Agent  
  
Name  
Street Address (P.O. Box Number is Not Acceptable)  
Suite, Apt. #, etc.  
City  
FL Zip Code

9. Pursuant to the provisions of Sections 608.416 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 \_\_\_\_\_  
(If not the Agent Accepting Appointment) (NOTE: Registered Agent signature required when re-licensing)

10. Title	Managing Members/Managers	Business Street Address	City, State and Zip Code
MEM	CARROLL FULMER & CO.,	8340 AMERICAN WAY	GROVELAND FL
MEM	FOOD CARRIER, INC.	POST OFFICE BOX 339 <i>n/a</i>	SAVANNAH GA

700001907767  
-07/30/96--01063--003  
\*\*\*\*247.50 \*\*\*\*247.50

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:**   
SIGNATURE AND TITLE OR PRINTED NAME OF SIGNING MANAGING MEMBER OR MANAGER Date

L95000000933

**RICHARD A. WAGNER**

ATTORNEY AT LAW

304 EAST COLONIAL DRIVE

ORLANDO, FLORIDA 32801

TELEPHONE (407) 423-3401

December 31, 1996

**VIA FEDERAL EXPRESS**

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, Florida 32302

*Return to  
P 12 RECAP*

FILED  
97 JAN - 2 PM 3:53  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

RE: ARTICLES OF DISSOLUTION OF CARROLL FULMER LOGISTICS, L.P.  
ARTICLES OF INCORPORATION CARROLL FULMER LOGISTICS, INC.

Dear Sir or Madam:

800002053858--5  
-01/10/97--01047--022  
\*\*\*\*140.00 \*\*\*\*140.00

Enclosed please find the following documents:

1. Original Articles of Dissolution for the above referenced company with attached Consent To Dissolution and Resignation of Carroll A. Fulmer as Resident Agent. Please file the original with the Secretary of State and ask them to return a certified copy to my attention.
2. My trust account check in the amount of \$140.00 representing the filing fee for the Articles of Dissolution (\$52.50), filing fee for the Resignation of Resident Agent (\$35.00) and cost of a Certified Copy of the Articles (\$52.50)
3. Original and one copy of Articles of Incorporation for Carroll Fulmer Logistics, Inc. Please file the original and return a Certified Copy to my attention.
4. My trust account check made payable to the Secretary of State in the amount of \$122.50 representing the filing fee for the Articles of Incorporation
5. My trust account check made payable to Attorneys' Title Insurance Fund, Inc. in the amount of \$10.00 for your services.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

*[Handwritten Signature]*  
Richard A. Wagner

RAW:kl  
Enclosure

M HENDRICKS JAN - 2 1997

*Vol. DISS.*

ARTICLES OF DISSOLUTION OF  
CARROLL FULMER LOGISTICS, L.C.

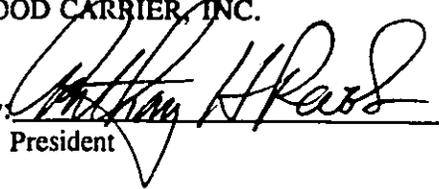
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97 JAN -2 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 608.445 Florida Statutes, this Limited Liability Company submits these Articles of Dissolution.

1. The name of the Limited Liability Company is Carroll Fulmer Logistics, L.C.
2. The effect date of the Limited Liability Company's dissolution is May 30, 1996.
3. All of the members of the Limited Liability Company by unanimous written agreement have consented to the company's dissolution.
4. All debts, obligations and liabilities of the Limited Liability Company have been paid or discharged, or adequate provisions have been made therefor pursuant to Florida Statute 608.4421.
5. All of the remaining property and assets have been distributed to the members of this Limited Liability Company in accordance with their respective rights and interests.
6. There are no suits pending against the company in any court and there are no judgments, orders or decrees which may have been entered against it in any pending suit.

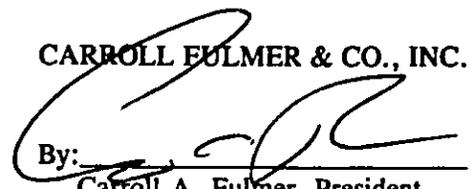
We the undersigned, being the members of the hereinbefore named Limited Liability Company, for the purpose of dissolving this Limited Liability Company pursuant to the Florida Limited Liability Company Act, do make this certificate, hereby declaring and certifying that this is our act and deed and the facts herein stated are true and accordingly have hereunto set our hands this 20 day of Dec, 1996.

FOOD CARRIER, INC.

By: 

President

CARROLL FULMER & CO., INC.

By: 

Carroll A. Fulmer, President

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 9 day of September, 1996, by CARROLL A. FULMER, as PRESIDENT, of CARROLL FULMER & CO., INC., a Florida corporation, on behalf of the corporation. He is personally

known to me or has produced a valid Florida Drivers' License as identification and did (did not) take an oath.

Shirley A. Anderson  
(Signature of person taking acknowledgement)

Shirley A. Anderson  
(Name of acknowledger typed, printed or stamped)  
Notary Public, State of Florida  
My Commission Expires:  
Commission No.:



Shirley A. Anderson  
MY COMMISSION # 00341123 EXPIRES  
June 18, 2000  
BONDED THROUGH TROY FAIR INSURANCE, INC.

STATE OF GEORGIA  
COUNTY OF Chatham

The foregoing instrument was acknowledged before me this 20th day of Dec, 1996, by Anthony H. Rao, as PRESIDENT, of FOOD CARRIER, INC., a Georgia corporation, on behalf of the corporation. He/She is personally known to me or has produced \_\_\_\_\_ as identification and did (did not) take an oath.

Anthony H. Rao  
(Signature of person taking acknowledgement)

Dean O. Anderson  
(Name of acknowledger typed, printed or stamped)  
Notary Public, State of Georgia  
My Commission Expires:  
Commission No.:

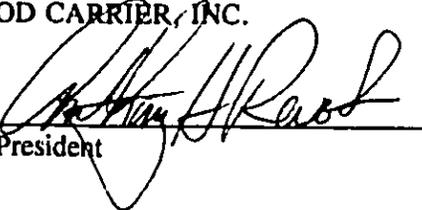
DEAN O. ANDERSON  
Notary Public, Chatham County, Ga.  
My Commission Expires Jan. 3, 1999

**CONSENT TO DISSOLUTION  
OF  
CARROLL FULMER LOGISTICS, L.C.**

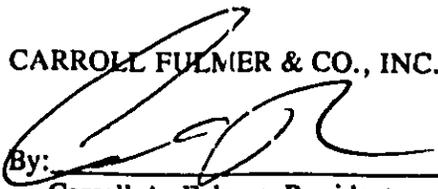
The undersigned being all of the members of Carroll Fulmer Logistics, L.C., a Florida Limited Liability Company, do hereby consent to the dissolution of the company effective this 30th day of May 1996. We further direct and consent to the taking of all action necessary to effect said dissolution with the State of Florida and other entities as may be required.

Done this 30th day of May, 1996.

FOOD CARRIER, INC.

By:   
President

CARROLL FULMER & CO., INC.

By:   
Carroll A. Fulmer, President

L95000000 933

RICHARD A. WAGNER

ATTORNEY AT LAW

304 EAST COLONIAL DRIVE

ORLANDO, FLORIDA 32801

TELEPHONE (407) 423-3401

December 31, 1996

VIA FEDERAL EXPRESS

Attorneys' Title Insurance Fund, Inc.  
660 East Jefferson Street, Suite 200  
Tallahassee, Florida 32302

*Return to  
P/O R.A. Wagner*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

97 JAN - 2 PM 3:52

FILED

RE: ARTICLES OF DISSOLUTION OF CARROLL FULMER LOGISTICS L.  
ARTICLES OF INCORPORATION CARROLL FULMER LOGISTICS, INC.

Dear Sir or Madam:

Enclosed please find the following documents:

1. Original Articles of Dissolution for the above referenced company with attached Consent To Dissolution and Resignation of Carroll A. Fulmer as Resident Agent. Please file the original with the Secretary of State and ask them to return a certified copy to my attention.
2. My trust account check in the amount of \$140.00 representing the filing fee for the Articles of Dissolution (\$52.50), filing fee for the Resignation of Resident Agent (\$35.00) and cost of a Certified Copy of the Articles (\$52.50)
3. Original and one copy of Articles of Incorporation for Carroll Fulmer Logistics, Inc. Please file the original and return a Certified Copy to my attention.
4. My trust account check made payable to the Secretary of State in the amount of \$122.50 representing the filing fee for the Articles of Incorporation
5. My trust account check made payable to Attorneys' Title Insurance Fund, Inc. in the amount of \$10.00 for your services.

If you have any questions, please do not hesitate to contact me.

Sincerely yours,

*[Handwritten Signature]*  
Richard A. Wagner

RAW:kls  
Enclosure

M HENDRICKS JAN - 2 1997

*RA Resigned*

RESIGNATION

FILED  
97 JAN -2 PM 3:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

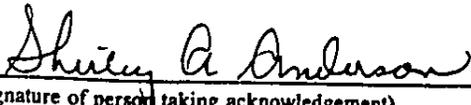
I, the undersigned, hereby resign as Resident Agent of CARROLL FULMER LOGISTICS, L.C., to take effect immediately.

Dated: May 30, 1996

  
CARROLL A. FULMER

STATE OF FLORIDA  
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 30<sup>th</sup> day of May, 1996, by CARROLL A. FULMER, who is personally known to me or who has produced a Florida Drivers' License as identification and who did (did not) take an oath.

  
(Signature of person taking acknowledgement)

Shirley A. Anderson  
(Name of acknowledger typed, printed or stamped)

Notary Public, State of Florida  
My Commission expires:  
Commission No.:



SHIRLEY A. ANDERSON  
MY COMMISSION # CC 202347 EXPIRES  
JUNE 18, 1996  
BONDED THRU TROY FARM INSURANCE, INC.