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KEVIN I. DOWNEY

ATTORNEY AT LAW

2031-H N.W. 41ST STREET
GAINESVILLE, FLORIDA 32606

(352) 370-4004

March 29, 1996

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

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-04/02/96--01042--002
****337.50 ****337.50

Re: Big Bend Enterprises, L.C.

Gentlemen:

I am enclosing herewith an original and a copy of the Articles of Organization for the above named limited liability company, and a Certificate of Designation of Registered Agent/Registered Office. In addition, a check in the sum of \$337.50 is enclosed which represents the following fees:

Filing Fee	\$250.00
Certified Copy	\$ 52.50
Registered Agent Fee	<u>\$ 35.00</u>
Total	<u>\$337.50</u>

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please file the original of the enclosed Articles of Organization and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,



Kevin I. Downey

Enclosures (2)

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ARTICLES OF ORGANIZATION
OF

BIG BEND ENTERPRISES, L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Florida Statutes Chapter 608, hereby executes the following Articles of Organization.

I NAME. The name of the limited liability company shall be: **Bt, Bend Enterprises, L.C.** ("Company").

II ADDRESS. The mailing address and street address of the principal office of the Company shall be 2631-A N.W. 41st Street, Gainesville, Florida 32606.

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 terminate not later than December 31, 2025, unless the Company is earlier dissolved as provided in these Articles of Organization.

IV REGISTERED OFFICE AND AGENT. The name of the registered agent of the Company in the State of Florida is B. Phillip Evans, Jr., and the street address of the registered office of the Company is 2631-A N.W. 41st Street, Gainesville, Florida 32606.

V CAPITAL CONTRIBUTIONS. The members of the Company shall contribute to the capital of the Company the cash or property set forth in Exhibit "A."

VI ADDITIONAL CAPITAL CONTRIBUTIONS. Each member shall make additional capital contributions to the Company only upon the unanimous consent of all the members.

VII ADMISSION OF NEW MEMBERS. No additional members shall be admitted to the Company without the written consent of a super majority of the members of the Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or its 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 the required super majority of the members of the Company, other than the member proposing to dispose of his or its interest, approves of the proposed transfer by written consent. For purposes of this Article VII, super majority means not less than seventy-five percent (75%) of the Company's membership interests eligible to vote at a membership meeting.

VIII TERMINATION OF EXISTENCE. The Company shall be dissolved upon the death, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member in the Company. However, the business of the Company may be continued by the consent of all the remaining members, provided there are at least two (2) remaining members.

IX 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 names and address of the members of the Company are as follows:

B. Phillip Evans, Jr. 2631-A N.W. 41st Street, Gainesville, Florida 32606


Todd Bryant 1515 N. Young Boulevard, Chiefland, Florida 32626

Reese Barry Roland P.O. Box 1520, Chiefland, Florida 32644

Clifton E. Bradley P.O. Box 1520, Chiefland, Florida 32644

Ware Oil & Supply Company, Inc. 2715 S. Byron Butler Parkway, Perry, Florida 32337

IN WITNESS WHEREOF, the undersigned organizer has executed these Articles of Organization on this 29 day of March, 1996.



B. Phillip Evans, Jr., Organizer

Exhibit "A"

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member of **Big Bend, 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 each member is as follows:

<u>Member</u>	<u>Cash</u>
B. Phillip Evans, Jr.	\$ 1,250.00
Todd Bryant	\$ 1,250.00
Reese Barry Roland	\$ 1,250.00
Clifton E. Bradley	\$ 1,250.00
Ware Oil & Supply Company, Inc.	<u>\$ 5,000.00</u>
Total Cash:	<u>\$10,000.00</u>

3. No property other than cash has been contributed by any member(s).
4. The total amount of cash or property anticipated to be contributed by members(s) is Ten Thousand Dollars (\$10,000.00) which total includes amounts from 2 and 3 above.

THE AFFIANT SAYS NOTHING FURTHER.

Dated: March 29, 1996


B. Phillip Evans, Jr.

STATE OF FLORIDA
COUNTY OF ALACHUA

SWORN TO AND SUBSCRIBED before me this 29th day of March, 1996, by **B. Phillip Evans, Jr.**, a member of **Big Bend Enterprises, L.C.**, a Florida limited liability company, and who is personally known to me.


Notary Public, State of Florida



KEVIN I. DOWNEY
My Commission CC439079
Expires Feb. 15, 1999
Bonded by HAI
800-422-1555

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company, organized under the laws of the State of Florida, submits the following Statement Designating Its Registered Office/Registered Agent in the State of Florida.

1. The name of the limited liability company is **Big Bend Enterprises, L.C.**
2. The name and address of the registered agent and office is:

B. Phillip Evans, Jr.
2631-A N.W. 41st Street
Gainesville, Florida 32606

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: March 29, 1996


B. Phillip Evans, Jr.
Member/Registered Agent

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing was acknowledged before me, this 29th day of March, 1996, by **B. Phillip Evans, Jr.**, who is personally known to me, as registered agent for **Big Bend Enterprises, L.C.**, a Florida limited liability company.


Notary Public, State of Florida



KEVIN I. DOWNEY
My Commission CC439079
Expires Feb. 15, 1999
Bonded by HAI
800-422 1555