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KATZ, RUTTER, HAIGLER, ALDERMAN, MARKS, BRYANT & YON

PROFESSIONAL ASSOCIATION  
ATTORNEYS AND COUNSELORS AT LAW

SILVIA MORELL ALDERMAN  
JOHN M. ARIALE  
DONNA E. BLANTON  
ALAN HARRISON BRENTS  
DANIEL C. BROWN  
BILL L. BRYANT, JR.  
NANCY M. BURKE  
JONATHAN B. BUTLER  
RICHARD E. COATES  
J. MILEY DAVIS  
JOSE A. DIEZ-ARQUELLES  
MARTIN R. DIX  
KENNETH W. DONNELLY  
PAUL H. EZATOFF  
WILLIAM M. FURLOW  
MITCHELL B. HAIGLER  
DAVID P. HEALY  
MARK E. KAPLAN  
ALLAN J. KATZ  
EDWARD L. RUTTER  
RICHARD P. LEE  
JOHN C. LOVETT  
CHRISTOPHER S. LUNNY  
JOHN R. MARKS, III

POST OFFICE BOX 1077 (904) 840-1077  
HIGHLAND CENTER  
100 HART COLLINS AVENUE, 10TH FLOOR  
TALLAHASSEE, FLORIDA 32301

TELEPHONE (904) 844-0004  
TELEFAX (904) 844-0000  
TELEFAX (904) 844-0078

MINIARK CENTER  
SUITE 1400  
400 SOUTH CHANDLER AVENUE  
ORLANDO, FLORIDA 32801

TELEPHONE (407) 420-8400  
TELEFAX (407) 840-0000

REPLY TO: TALLAHASSEE

TRAVIS L. MILLEN  
BRIAN M. NUGENT  
BRUCE D. PLATT  
ARTHUR L. STEIN, III  
LISA D. SYKES  
GARY P. TIMIN  
J. LARRY WILLIAMS  
DAVID A. YON  
PAUL A. ZEIGLER

OF COUNSEL  
EDWARD B. JAFFRY  
PATRICK F. MARONEY  
CHAIO A. MEYER

GOVERNMENTAL CONSULTANTS:  
MONICA A. LABBETZ  
PAT GRIFFITH O'CONNELL  
E. CLINT SHAWLEY  
GERALD C. WESTER  
(NOT A MEMBER OF FLORIDA BAR)

EXECUTIVE DIRECTOR  
J. ANDREW KELLER, III, C.P.A.

April 18, 1996

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-04/23/96--01171--007  
\*\*\*\*337.50 \*\*\*\*337.50

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

Via Hand Delivery

RE: Crow's Nest, L.C.  
Formation of Limited Liability Company

Dear Division of Corporations:

Enclosed for filing please find an original and two copies of the Articles of Organization, Affidavit of Membership and Contributions, and a Certificate of Designation of Registered Agent/Registered Office for Crow's Nest, L.C.

Please file these Articles, Affidavit, and Certificate of Designation, certify one copy, and stamp the other copies "Filed."

I have enclosed a check in the amount of \$337.50 for the filing and certification fees. Our messenger will pick up the certified and stamped copies after 11:00 a.m. on Monday, April 22, 1996.

FILED  
96 APR 18 PM 4:33  
RECEIVED  
96 APR 18 3:34  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

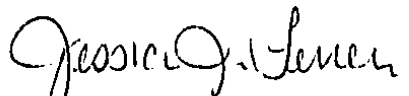
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KATZ, KUTTER, HAIGLER, ALDERMAN, MARKS, BRYANT & YON, P. A.

Division of Corporations  
April 18, 1996  
Page 2

Please call me if you have any questions or require additional information. Thank you for your assistance in this matter.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Jessica J. Ferreri".

Jessica J. Ferreri  
Assistant to Mark E. Kaplan

Enclosures

ARTICLES OF ORGANIZATION  
OF  
CROW'S NEST, L.C.

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These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

Article 1 — Name

The name of this limited liability company is Crow's Nest, L.C. ("Company").

Article 2 — Duration

The Company shall exist from the date of filing these Articles with the Department of State until the earlier of thirty (30) years from the date of filing or the occurrence of any of the events specified in Florida Statutes Section 608.441, unless continued by the remaining members pursuant to the Company's Regulations.

Article 3 — Mailing Address and Street Address

The Company's mailing address and street address is 109 B Ridgeland Road, Tallahassee, Florida 32312.

Article 4 - Registered Agent and Office

The name of the initial registered agent of the Company is Jon Hill. The street address of the initial registered agent of the company is 109 B Ridgeland Road, Tallahassee, Florida 32312.

Article 5 — Additional Members

Additional members to the company may be admitted, but only pursuant to the Company's Regulations.

Article 6 — Termination of Membership

If a member of the Company dies, retires, resigns, is expelled, is dissolved, experiences bankruptcy, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the remaining members may continue the business of the Company pursuant to the Company's Regulations.

Article 7 — Management of the Company

The management of the Company is reserved to the members. The following persons will initially be the managing members:

Mr. Ronald J. Gillonardo  
29838 Jackson Road  
Salisbury, Maryland 21801

Ms. Gisela Huberman  
8900 Harvest Square Court  
Potomac, Maryland 20854

Mr. Jon A. Hill  
2651 Bantry Bay Drive  
Tallahassee, Florida 32308

Mr. Thomas Schattenfield  
8417 Kingsgate Road  
Potomac, Maryland 20854

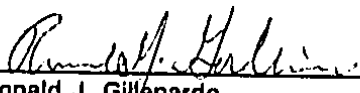
Article 8 — Regulations


The Members shall have the power to adopt, alter, amend, or repeal Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.


Article 9 — Date of Existence of the Company

The existence of the Company shall commence on the date of filing the Articles of Organization with the Florida Department of State.

The undersigned executed these Articles of Organization this <sup>as of April 16, 1996</sup> ~~—~~ day of November, 1995.

  
\_\_\_\_\_  
Ronald J. Gillonardo

  
\_\_\_\_\_  
Jon A. Hill

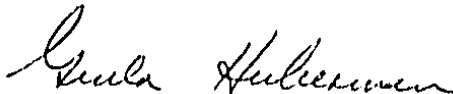
  
\_\_\_\_\_  
Gisela Huberman

  
\_\_\_\_\_  
Thomas Schattenfield

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS OF  
CROW'S NEST, L.C.**

The undersigned member or authorized representative of a member deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is \$1,000.00;
- 3) If any, the agreed value of property other than cash contributed by members is \$0.00;  
and
- 4) the total amount of cash or property anticipated to be contributed by members is \$1,000.00. This total includes amounts from 2 and 3 above.



Gisela A. Huberman

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.

STATE OF Florida  
COUNTY OF Leon

The foregoing Affidavit of Membership and Contributions of Crow's Nest, L.C. was subscribed before me this 16 day of April, 1996, by Gisela A. Huberman, who is personally known to me or who has produced a \_\_\_\_\_ driver's license as identification and who did take an oath.



TYLER R. WOLD  
COMMISSION # CC421792 EXPIRES  
October 20, 1998  
Notary Public - TRISTY FAIR INSURANCE, INC.

  
Notary Public  
My Commission Expires:

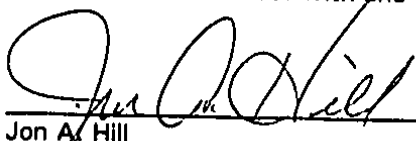
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415, 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: Crow's Nest, L.C.
2. The name and address of the registered agent and office is:

Jon A. Hill  
109 B Ridgeland Road  
Tallahassee, Florida 32312

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.

  
Jon A. Hill

April 16, 1996  
Date

FILED  
96 APR 18 PM 4:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA