

L 9600000791

Pennington Culpepper, et al.
 (Requestor's Name)
215 S. Monroe Street, Second Floor
 (Address)
Tallahassee, FL 32301
 (City, State, Zip) (Phone #)

FILED
 96 JUL 25 PM 12:06
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

OFFICE USE ONLY

Attn: *Charles L. Cooper, Jr.*

900001908419
 -07/30/96--01116--017
 ****337.50 ****337.50

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- Regional Investment Group LLC*
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)
- _____
 (Corporation Name) (Document #)

Walk in Pick up Certified Copy
 Mail out Will wait Certificate of Status

TOTAL \$337.50
N. BANK
REFUND

RECEIVED
 95 JUL 15 PM 12:23
 DIVISION OF CORPORATION

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Please call Jodi at 272-3533 3533 when ready. Thank You!

Same people have R96-3219

Examiner's Initials

D. BROWN JUL 26 1996

**ARTICLES OF ORGANIZATION
OF
REGIONAL INVESTMENT GROUP LLC**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes (the "Florida Limited Liability Company Act"), for the purpose of forming a Limited Liability Company, under the laws of the State of Florida do set forth the following:

1. NAME.

The name of the Limited Liability Company is REGIONAL INVESTMENT GROUP LLC (hereinafter referred to as the "Company").

2. PERIOD OF DURATION.

The period of duration of the Company shall be fifty (50) years from the date on which these Articles are filed with the office of the Florida Department of State, unless it is dissolved as provided in the Florida Limited Liability Act or the written Operating Agreement to be executed by all of the Members of the Company.

3. PURPOSE.

The purpose for which the Company is organized is to acquire, own, improve, manage, lease, mortgage and sell commercial real property(ies), and to engage in any and all other businesses and activities permitted by the laws of the State of Florida. The Company shall have all of the powers vested in a limited liability company organized and existing by virtue of such laws.

4. ADDRESS OF PLACE OF BUSINESS.

The street address of the place of business in Florida for the Company is: 742 West Madison Street, Tallahassee, Florida 32304. Such address may be changed from time to time as provided in the Operating Agreement.

5. REGISTERED AGENT.

The initial registered agent in Florida for the Company is: Robert H. Walsh, and the initial registered office is located at 742 West Madison Street, Tallahassee, Florida 32304.

6. INITIAL CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: One Hundred Thousand and No/100 Dollars (\$100,000.00) in cash.

7. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all members and the times at which, or the events of happening of which, that shall be made, are as follows: No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous written agreement of the Members, or as otherwise provided in the Operating Agreement.

8. ADDITIONAL MEMBERS.

The Company shall have at least two (2) Members, and may admit additional members upon the prior unanimous written agreement of the then existing Members, or as otherwise provided in the Operating Agreement.

9. CONTINUITY OF BUSINESS.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued and the Company shall not be dissolved without the prior written consent of all the remaining Members of the Company.

10. MANAGEMENT.

The management of the Company shall be reserved to the Members. The Members may from time to time elect one or more Managers in accordance with the Company's Operating Agreement.

11. INDEMNIFICATION.

Except as expressly provided otherwise in the Operative Agreement, the Company shall indemnify any manager or former manager to the full extent permitted under the Florida Limited Liability Company Act.

Executed at Tallahassee, Florida, on the 24th day of July,
1996.

By: Robert H. Walsh
Robert H. Walsh, Member

By: Mary J. Walsh
Mary J. Walsh, Member

By: Robert M. Pelt Sr.
Robert M. Pelt, Sr., Member

By: Maureen E. Pelt
Maureen E. Pelt, Member

By: Robert M. Pelt Jr.
Robert M. Pelt, Jr., Member

By: Jennifer L. Pelt
Jennifer L. Pelt, Member

By: Ted C. Gerrell
Ted C. Gerrell, Member

By: Dianne R. Gerrell
Dianne R. Gerrell, Member

742 West Madison Street

Tallahassee, Florida 32304

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 24th day of July, 1996, by ROBERT H. WALSH, the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. ROBERT H. WALSH is personally known to me or has produced Florida Driver's License as identification.



JUDITH L. WARMACK
MY COMMISSION # CC476411 EXPIRES
June 21, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

Judith L. WARMACK
NOTARY PUBLIC - STATE OF FLORIDA
JUDITH L. WARMACK
Print, Type or Stamp Name of Notary Public

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 24th day of July, 1996, by MARY F. WALSH, the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. MARY F. WALSH is personally known to me or has produced Florida Drivers License as identification.



JUDITH L. WARMACK
MY COMMISSION # CC476411 EXPIRES
June 21, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

Judith L. WARMACK
NOTARY PUBLIC - STATE OF FLORIDA
JUDITH L. WARMACK
Print, Type or Stamp Name of Notary Public

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 23rd day of July, 1996, by ROBERT M. PELT, SR., the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. ROBERT M. PELT, SR. is personally known to me or has produced Fla. Drivers License as identification.

(SEAL)

Robert M. Pelt, Sr.
NOTARY PUBLIC - STATE OF FLORIDA

ROBERT A. TOUCHTON
Print, Type or Stamp Name of Notary Public
MY COMMISSION # CC476411 EXPIRES
June 21, 1999
BONDED THROUGH TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 23^d day of July, 1996, by MAUREEN E. PELT, the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. MAUREEN E. PELT is personally known to me or has produced Fla. Drivers License as identification.


NOTARY PUBLIC - STATE OF FLORIDA

(SEAL)

Print, Type or Stamp Name of Notary Public



DEBRA A. TOUCHTON
MY COMMISSION # 00430670 EXPIRES
April 24, 1999
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 23^d day of July, 1996, by ROBERT M. PELT, JR., the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. ROBERT M. PELT, JR. is personally known to me or has produced Fla. Drivers License as identification.


NOTARY PUBLIC - STATE OF FLORIDA

(SEAL)

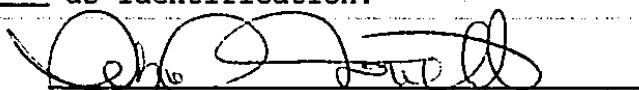
Print, Type or Stamp Name of Notary Public



DEBRA A. TOUCHTON
MY COMMISSION # 00430670 EXPIRES
April 24, 1999
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 23^d day of July, 1996, by JENNIFER L. PELT, the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. JENNIFER L. PELT is personally known to me or has produced Fla. Drivers License as identification.


NOTARY PUBLIC - STATE OF FLORIDA

(SEAL)

Print, Type or Stamp Name of Notary Public




DEBRA A. TOUCHTON
MY COMMISSION # 00430670 EXPIRES
April 24, 1999
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 19th day of July, 1996, by TED C. GERRELL, the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. TED C. GERRELL is personally known to me or has produced a Florida Drivers License as identification.


(SEAL)

Parma Sibyl Reynolds
NOTARY PUBLIC - STATE OF FLORIDA
PARMA Sibyl Reynolds
Print, Type or Stamp Name of Notary Public
 PARMA SIBYL REYNOLDS
MY COMMISSION # CC412378 EXPIRES
December 2, 1998
BONDED THRU TROY FARM INSURANCE, INC.

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me this 19th day of July, 1996, by DIANNE R. GERRELL, the duly authorized Member of Regional Investment Group LLC, a Florida limited liability company, on behalf of the corporation. DIANNE R. GERRELL is personally known to me or has produced a valid Florida Drivers License as identification.

(SEAL)

Parma Sibyl Reynolds
NOTARY PUBLIC - STATE OF FLORIDA
PARMA Sibyl Reynolds
Print, Type or Stamp Name of Notary Public
 PARMA SIBYL REYNOLDS
MY COMMISSION # CC412378 EXPIRES
December 2, 1998
BONDED THRU TROY FARM INSURANCE, INC.

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AFFIDAVIT

STATE OF FLORIDA

COUNTY OF LEON

The undersigned, as Managing Member for REGIONAL INVESTMENT GROUP LLC, a Florida Limited Liability Company, being duly sworn hereby states as follows:

1. INITIAL CAPITAL CONTRIBUTIONS.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Company is as follows: One Hundred Thousand and No/100 Dollars (\$100,000.00) in cash; and no property.

2. ADDITIONAL CONTRIBUTIONS.

The total additional contributions, if any, agreed to be made by all Members and the times at which such contributions shall be made, are as follows: No total additional contributions have been agreed to as of the date of filing of these Articles of Organization. Additional contributions, if any, will be made as provided in the Operating Agreement.

3. MEMBERS; ADMISSION OF NEW MEMBERS.

The Company shall have at least two (2) members (the "Members"). New Members may be admitted in the manner provided in the Operating Agreement. The initial members are:

Robert H. Walsh
Mary F. Walsh
Robert M. Pelt, Sr.
Jennifer Pelt
Robert M. Pelt, Jr.
Maureen Pelt
Ted Christopher Gerrell
Diane Gerrell

FURTHER AFFIANT SAYETH NAUGHT.

Robert H. Walsh

ROBERT H. WALSH
Member

Sworn to and subscribed before me on this 29th day of July, 1996.

Judith L. Warnack
NOTARY PUBLIC - STATE OF FLORIDA

SEAL



JUDITH L. WARNACK
MY COMMISSION # CG476411 EXPIRES
June 21, 1998
BONDED THRU TROY FARM INSURANCE, INC.

Judith L. Warnack
Print, Type, or Stamp Name of
Notary Public

Personally Known _____ or
Type of Identification Produced Florida Driver's License

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ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of REGIONAL INVESTMENT GROUP LLC, the undersigned accepts such an appointment, agrees to act in such capacity and accepts the obligations proposed by Florida Statutes Section 608.415 and is herewith simultaneously designated as registered agent by Regional Investment Group LLC.

Executed this 25th day of July, 1996.

Accepted:

By: Robert H. Walsh
Robert H. Walsh, Registered Agent

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FILED
96 JUL 25 PM 12:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA