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PRESTIGE LEGAL  
FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 187516 108320A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : December 13, 1996

ORDER TIME : 10:59 AM

ORDER NO. : 187516-005

CUSTOMER NO: 108320A

CUSTOMER: David Mann, Esq  
DAVID MANN & ASSOCIATES, PA

Suite 110, Rhodes Building  
41 North Jefferson Street  
Pensacola, FL 32501

800002031368--2  
-12/17/96--01137--008  
\*\*\*\*285.00 \*\*\*\*285.00

DOMESTIC FILING

NAME: ONO EAST. L.C.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION  
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY  
☒ PLAIN STAMPED COPY  
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: W. Charles Earnest

EXAMINER'S INITIALS:

FILED  
STATE OF FLORIDA  
DIVISION OF CORPORATIONS  
96DEC 13 PM 4:39

5  
12/13

RECEIVED  
96DEC 13 PM 1:18  
DIVISION OF CORPORATIONS

**T. DAVID MANN  
& ASSOCIATES, P.A.**  
ATTORNEYS AT LAW

RHODEN BUILDING  
SUITE 110  
41 N. JEFFERSON STREET  
P.O. Box 1191  
PENSACOLA, FL 32505  
(904) 435-7700  
FAX (904) 435-6881

December 12, 1996

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

Re: Ono East, L.C.

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Organization of the above-referenced limited liability company, along with a check in the amount of \$285.00 for the filing and registered agent fees. Please return a stamped copy of the Articles upon filing. I have enclosed a self-addressed, stamped envelope for your convenience.

Thank you for your assistance.

Very truly yours,



T. David Mann

TDH/pg  
Enc.

**ARTICLES OF ORGANIZATION  
OF  
ONO EAST, L.C.**

RECORDED  
INDEXED  
95 DEC 13 PM 4-38

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Chapter and authority for the conduct of business of the limited liability company.

**ARTICLE I**

**NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the limited liability company shall be ONO EAST, L.C., and its principal office shall be located at 41 South Jefferson Street, in the City of Pensacola, County of Escambia, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II**

**PURPOSES AND POWERS**

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association,

corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

### **ARTICLE III**

#### **EXERCISE OF POWERS**

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

#### **ARTICLE IV**

##### **MANAGEMENT**

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Douglas C. Halford	41 South Jefferson Street Pensacola, Florida 32501
Nancy S. Halford	41 South Jefferson Street Pensacola, Florida 32501
Dixie K. Wright	41 South Jefferson Street Pensacola, Florida 32501
Timothy Wayne Wright	41 South Jefferson Street Pensacola, Florida 32501

#### **ARTICLE V**

##### **MEMBERSHIP RESTRICTIONS**

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

#### **ARTICLE VI**

##### **CAPITAL CONTRIBUTIONS**

Capital contributions in the amount of \$375.00 cash shall be paid to the limited liability company by the four members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

#### **ARTICLE VII**

##### **PROFITS AND LOSSES**

(a) Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company

business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company, the month and day of the commencement date being December 16, 1996.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these resources are insufficient to cover such losses, by the members in equal shares.

#### ARTICLE VIII

##### DURATION

The duration of the limited liability company is perpetual.

#### ARTICLE IX

##### INITIAL REGISTERED OFFICE AND REGISTERED AGENT

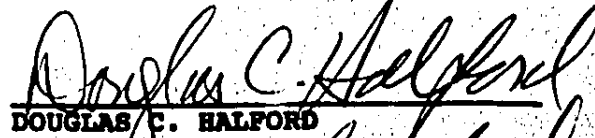
The address of the initial registered office of the limited liability company is 41 South Jefferson Street, City of Pensacola, County of Escambia, State of Florida, and the name of its initial registered agent at that address is Douglas C. Halford.

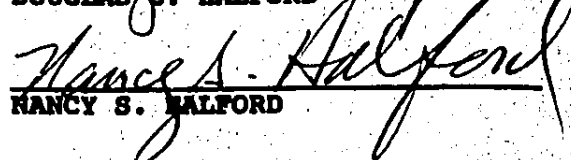
The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of One East, L.C.

Executed by the undersigned at Pensacola, Escambia County, Florida, on the 12th day of December, 1996.

  
TIMOTHY WAYNE WRIGHT

  
DIXIE K. WRIGHT

  
DOUGLAS C. HALFORD

  
NANCY S. HALFORD

**STATEMENT DESIGNATING REGISTERED AGENT AND OFFICE**

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d), of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent, in the State of Florida:

The name of the limited liability company is ONO EAST, L.C.

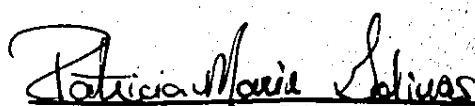
The name of the registered agent for Ono East, L.C. is Douglas C. Halford, and the street address for the company's principal office where the agent is located is 41 South Jefferson Street, Pensacola, Escambia County, Florida.

This statement is to acknowledge that, as indicated above, Ono East, L.C. has appointed me, Douglas C. Halford, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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 this 12th day of December, 1996.

  
DOUGLAS C. HALFORD

The foregoing instrument was acknowledged before me this 12th day of December, 1996, by Douglas C. Halford, agent, on behalf of Ono East, L.C., a limited liability company. He is personally known to me or has produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC, STATE OF FLORIDA

PATRICIA MARIE GOLWAS  
"Notary Public-State of Florida"  
Commission Expires Sept. 16, 1997  
CC 316271

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

In compliance with F.S. 608.407(2), the undersigned member or authorized representative of a member of ONO EAST, L.C. deposes and says:

1. The limited liability company identified above has at least two members.


2. The total amount of cash contributed by the members is \$375.00.

3. If any, the agreed value of property other than cash contributed by the members is \$-0-. A description of the property is attached as Exhibit "A" and made a part of this affidavit.

4. The total amount of cash or property anticipated to be contributed by the members is \$1,500.00. This total includes the amounts from 2 and 3 above.

  
DOUGLAS C. HALFORD

The foregoing instrument was acknowledged before me this 12th day of December, 1996, by Douglas C. Halford, member, on behalf of Ono East, L.C., a limited liability company. He is personally known to me or has produced \_\_\_\_\_ as identification.

  
NOTARY PUBLIC, STATE OF FLORIDA

PATRICIA MARIE GOLINAS  
"Notary Public-State of Florida"  
My Commission Expires Sept. 16, 1997  
CC316271