

L97000000441

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

4/18/97

Attention: Limited Liability Company application processing.

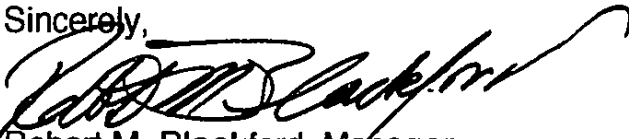
I will appreciate your help in correcting an omission in the  
Limited Liability Company application mailed today for  
COMPASS OUTDOOR, L.C.  
P O Box 326  
Stuart, FL 34995-0326

This application was inadvertently mailed without the check for  
the fee.

Enclosed please find the check in the amount of \$293.75 made  
payable to the Department of State to cover the proper fee for the  
above application. You should have received it in today's mail.

Thank you so much for your help. I really appreciate it.

Sincerely,



Robert M. Blackford, Manager  
Phone 561 288-0188  
Box 326  
Stuart, FL 34995-0326

COS  
500002153945--2  
-04/24/97--01085--017  
\*\*\*\*293.75 \*\*\*\*293.75

FILED  
97 APR 23 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

686,671  
W97-9407

REGISTER APR 23 1997

**ARTICLES OF ORGANIZATION**

***Articles of Organization of Compass Outdoor, L.C.***

Organized Under Florida Statute Chapter 608.40 et seq Limited Liability Company Law.

- First: The name of the limited liability company is **Compass Outdoor, L.C.**
- Second: The county within this state in which the offices of the limited liability company is to be located is Martin County, Florida.
- Third: The latest date on which the limited liability company is to dissolve is the Thirteenth Day of April in the Year Two Thousand Ninety Six.
- Fourth: The name and address of the initial Registered Agent of the limited liability company upon whom and at which process against the limited liability company can be served is Robert M. Blackford who accepts this appointment and agrees to act in this capacity and who is familiar with and accepts the obligations of this position as registered agent. The address is 108 SE Crestwood Circle, Stuart, FL 34997. Mailing address: P O Box 326, Stuart, FL 34995
- Fifth: The limited liability company has four Members and is to be managed by one Manager who is Robert M. Blackford, who is familiar with and accepts the obligations of this position as Manager.
- Sixth: The Purpose of Compass Outdoor, L.C. is to build a long term residual income and to preserve capital for the benefit of the Members through the Outdoor Display business and any other lawful business enterprise.
- Seventh: The Initial Members are Robert M. Blackford and Daniel Rea Blackford, Robert F. Blackford and Janice B. Blackford as their interests may appear. All at 108 SE Crestwood Circle, Stuart, FL 34997.
- Eighth: The Company shall be governed by the Regulations in the Compass Outdoor, L.C. Operating Agreement .

**IN WITNESS WHEREOF**, this certificate has been subscribed this 24th day of March, 1997 by the undersigned who affirms that the statements made herein are true under penalties of perjury.

Signature

Robert M. Blackford, Organizer/Manager

Name

Title

**FILED**  
97 APR 23 PM 3:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, 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: Compass Outdoor, L.C.

2. The name and address of the registered agent and office is:

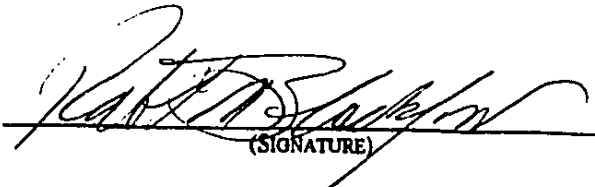
Robert M. Blackford  
(NAME)

108 S E Crestwood Circle  
(P. O. Box NOT ACCEPTABLE)

Stuart, FL 34997  
(CITY/STATE/ZIP)

**FILED**  
91 APR 23 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*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.*

  
(SIGNATURE)

3/24/97  
(DATE)

**Filing Fee: \$ 35 for Designation of Registered Agent**

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Compass Outdoor, 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 the member(s) is \$ 50,000.00
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$ -0-  
A description of the property is attached and made a part hereto.
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$ -0-
- 5) the total amounts of 2, 3 and 4 is \$ 50,000.00

  
Signature of a member or authorized representative of a member.

(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.)

**FILED**  
97 APR 23 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA