

APR-29-97 TUE 02:04 PM

L97000000459 P. 02/07

4/24/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

9:32 AM

((H97000006671 6)))

TO: DIVISION OF CORPORATIONS (Att: Both) FAX #: (904)922-4001

FROM: MILAM, OTERO, LARSEN, DAWSON & TRAYLOR, PA.
ACCT#: 105543000740

CONTACT: MICHELLE B WINSTEAD

PHONE: (904)398-3555

FAX #: (904)398-5515

NAME: PSI OF NORTH FLORIDA, L.C.

AUDIT NUMBER.....H97000006671

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0 PAGES..... 5

CERT. COPIES.....0 DEL.METHOD.. FAX

EST.CHARGE.. \$285.00

FILED
97 APR 29 AM 7:50
TALLAHASSEE, FLORIDA

7 pages

APR-29-97 TUE 02:04 PM
(904)922-3709 04/24/97 13:33 Florida Department of State

P.01/07



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1997

MILAM, OTERO, LARSEN, ET AL.,

SUBJECT: PSI OF NORTH FLORIDA, L.C.
REF: W97000009531

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Every corporation, limited partnership, general partnership, or trust/trustee listed as a manager or managing member of a limited liability company must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6924.

Sharon Tala
Document Specialist Supervisor

FAX Aud. #: H97000006671
Letter Number: 997A00021195

*The Managing Member
was filed today (4/29)*

Thank You.

*Nichelle Winstead
Milam Otero*

APR-29-97 TUE 02:05 PM

P. 03/07

H97000006671

**ARTICLES OF ORGANIZATION
OF
PSI of North Florida, L.C.**

FILED
97 APR 29 AM
TALLAHASSEE, FLORIDA

Pursuant to the Florida Limited Liability Company Act, Chap. 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following are adopted as the Articles of Organization of the limited liability company organized hereby:

**ARTICLE I
NAME**

The name of this limited liability company (the "Company") shall be PSI of North Florida, L.C.

**ARTICLE II
DURATION**

Unless earlier terminated pursuant to the Act or the regulations (as defined in §608.402(13) of the Act) of this Company, the period of its duration shall be perpetual.

**ARTICLE III
ADDRESS**

The mailing address and the street address of the principal office of this Company shall be 13365 Southern Precast Drive, Alachua, Florida 32615.

**ARTICLE IV
REGISTERED AGENT**

The initial registered office of this Company shall be c/o Milam Otero Larsen Dawson & Traylor, P.A., 1301 Riverplace Boulevard, Suite 1301, Jacksonville, Florida 32207, and its initial registered agent at such office shall be MOTOLAW, Inc.

Prepared by Peter O. Larsen, Esq.
Milam Otero Larsen Dawson & Traylor, P.A.
1301 Riverplace Boulevard, Suite 1301
Jacksonville, FL 32207
(904) 398-3555
Florida Bar Number 0849146

H97000006671

**ARTICLE V
ADDITIONAL MEMBERS**

Additional members (as defined in §608.402(10) of the Act) may be admitted at such times and on such terms and conditions as provided in the regulations of this Company.

**ARTICLE VI
CONTINUATION OF BUSINESS**

The remaining members of this Company may continue its 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 the member in this Company as provided in the Act or the regulations of the Company.

**ARTICLE VII
MANAGEMENT OF THE COMPANY**

This Company will be managed by one of its members in accordance with and subject to the requirements of the Act and the regulations of this Company. The name and address of the initial Managing member (as defined in §608.402(9) of the Act), who shall serve as Managing member until the first annual meeting of the members or until its successor is elected and qualifies, is as follows:

Soffits & Joists, Inc.
13365 Southern Precast Drive
Alachua, Florida 32615
Attn: Mr. Ron Lindsay

IN WITNESS WHEREOF, the undersigned, a member of this Company, has executed these Articles of Organization on behalf of this Company in accordance with §608.407(4) of the Act.

Soffits & Joists, Inc.

By: 

Its: Vice President/General Manager

H97000006 671

APR-29-97 TUE 02:05 PM

P.05/07

H97000006671

STATE OF FLORIDA
COUNTY OF ALACHUA

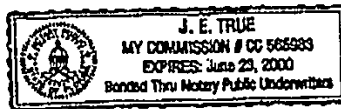
Sworn to and subscribed before me
this 11~~th~~ day of April,
1997.

J. E. True
J. E. True

[Type name]

Notary Public, State of Florida

My Commission Expires:



H97000006671

H97000006671

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Roland C. Lindsay, Jr., President of Soffits & Joists, Inc., a Florida corporation and the managing member of PSI of North Florida, L.C. (the "Company"), pursuant to Florida Statutes Section 608.407(2) and after having been duly sworn, hereby affirms the following:

1. The Company has at least two (2) members.
2. The actual amount of cash contributions to date of the members is \$5,000.00.
3. The agreed value of any property other than cash contributed is \$-0-.
4. The total amount of cash or property anticipated to be contributed by the members at this time (exclusive of the \$5,000.00 contributed to date) is \$-0-.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I declare that I have read the foregoing and know the contents thereof and that the facts stated herein are true and correct.

Dated: April 17, 1997

SOFFITS & JOISTS, INC.

By: Roland C. Lindsay, Jr.
Roland C. Lindsay, Jr.

The foregoing Affidavit of Membership and Contributions of PSI of North Florida, L.C., a Florida limited liability company (the "Company"), was executed, acknowledged and delivered before me this 17 day of April, 1997, by Roland C. Lindsay, Jr., President of Soffits & Joists, Inc., a Florida corporation, which is a member of the Company, in Jacksonville, Florida.

W. H. Hamilton Traylor
Notary Public

[Print, Type or Stamp Commissioned Name
of Notary Public: W. HAMILTON TRAYLOR
Commission No.: CC36688 EXPIRES: May 8, 1998
My commission expires: _____
NOTED THAT THEY HAVE INSURANCE, ETC.

(NOTARIAL SEAL)

Personally known
or produced identification
Type of identification produced _____

**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Chapter 608, Florida Statutes (1995), as amended from time to time (the "Act"), the following is submitted:

PSI of North Florida, L.C., desiring to organize or qualify under the laws of the State of Florida as a limited liability company pursuant to the Act, hereby designates MOTOLAW, Inc., as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be c/o Milam Otero Larsen Dawson & Traylor, P.A., 1301 Riverplace Boulevard, Suite 1301, Jacksonville, Florida 32207.

DATED this 11th day of April, 1997.

PSI of

By: Soffits & Joists, Inc.

By: [Signature]
Its _____

Having been named as registered agent to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to 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 this 11th day of April, 1997.

MOTOLAW, INC.

By: [Signature]

Its Vice President