

**CORPORATE
ACCESS,
INC.**

1116-D Thomasville Road . Mount Vernon Square . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666 . Fax (904) 222-1666

L9700000651
CORPORATE NAME: REK Holdings, L.C.
CUS: L.C.
PHOTO COPY FILING

- 1.) REK Holdings, L.C.
(CORPORATE NAME & DOCUMENT #)
- 2.) _____
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FILED
97 JUN 16 AM 10:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
97 JUN 13 AM 9:20
DIVISION OF CORPORATION

Handwritten signature and scribbles
6/16

SPECIAL INSTRUCTIONS _____



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 13, 1997

CORPORATE ACCESS INC.
P.O. BOX 37066
TALLAHASSEE, FL 32315-7066

SUBJECT: REK HOLDINGS, L.C.
Ref. Number: W97000013936

We have received your document for REK HOLDINGS, L.C. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

PLEASE LIST THE NAME AND ADDRESS OF THE INITIAL MEMBERS.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 097A00031934

*Corrected
(see #8)*

6/16/97

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RECEIVED
97 JUN 16
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION
OF
REK HOLDINGS, L.C.

FILED
97 JUN 16 AM 10:43
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, pursuant to the provisions of Chapter 608 of the Florida Statutes, 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 ("Limited Liability Company") is: **REK HOLDINGS, L.C.**

2. Period of Duration.

The period of duration of the Limited Liability Company shall be from date of filing until the first to occur of the following:

- a. Twenty (20) years from the date of filing of these Articles of Organization with the Department of State, or
- b. Dissolution of the Limited Liability Company pursuant to provisions of the Florida Limited Liability Company Act.

3. Purpose.

The purpose for which the Limited Liability Company is organized is to engage in any and all businesses and activities permitted by the laws of the State of Florida, including but not limited to the ownership and disposition of various tangible and intangible property interests. The Limited Liability 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 address of the place of business in Florida for the Limited Liability Company is:

100 - 2nd Avenue South, Suite 400N
St. Petersburg, FL 33701

5. Registered Agent.

The name and address of the initial registered agent in Florida for the Limited Liability Company is:

John R. Kiefner, Jr.
100 - 2nd Avenue South, Suite 400N
St. Petersburg, FL 33701

6. Capital Contributions.

The total amount of cash and a description of the agreed value of property other than cash contributed to the Limited Liability Company is as follows: up to Five Hundred (\$500.00) Dollars in cash and no other property is being contributed to the Limited Liability Company.

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 at the date of filing of these Articles of Organization. Additional contributions, if any, will be made upon unanimous agreement by all of the members of the Limited Liability Company.

8. Additional Members.

The Limited Liability Company will have at least two members.
Members may admit additional members in accordance with the regulations

as set out in the Limited Liability Company operating agreement.

9. Continuity of Business.

Upon the death, retirement, resignation, expulsion, bankruptcy, dissolution of member or upon the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company, the business of the Limited Liability Company shall not be continued and the Limited Liability Company shall be dissolved unless there is obtained the consent of all the remaining members of the Limited Liability Company.

10. Management.

The Limited Liability Company is to be managed by a manager, or manager(s). The name and address of such manager(s) who are to serve as manager(s) until the first annual meeting of members or until their successors are elected and qualified are as follows:

John R. Kiefner, Jr.
100 - 2nd Avenue South, Ste. 400N
St. Petersburg, FL 33701

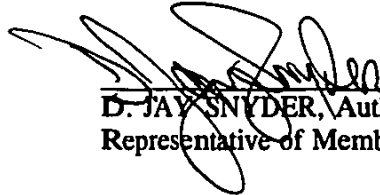
D. Jay Snyder
100 - 2nd Avenue South, Ste. 400N
St. Petersburg, FL 33701

The election annually by the members of REK HOLDINGS, L.C., of the manager(s) of the Limited Liability Company shall be in accordance with the regulations as set out in the Limited Liability Company operating agreement.

11. Regulations of the Company.

The power to adopt, alter, amend or repeal the regulations of the Limited Liability Company shall be vested in the manager(s) of the Company, subject to the provisions of Florida Statute 608.423.

Executed at St. Petersburg, Florida on June ~~10~~¹⁰, 1997.



D. JAY SNYDER, Authorized
Representative of Members

STATE OF FLORIDA)
 §
COUNTY OF PINELLAS)

BEFORE ME, the undersigned authority, personally appeared D. JAY SNYDER to me well known and known to be the person described in and who executed the foregoing instrument, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 10th day of June, 1997.



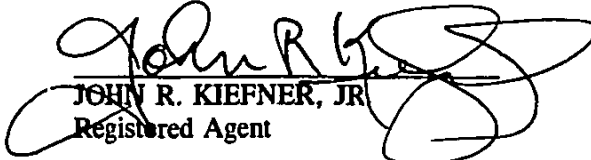
NOTARY PUBLIC
My Commission Expires:

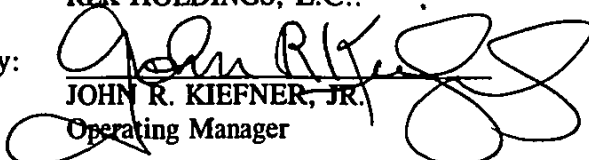


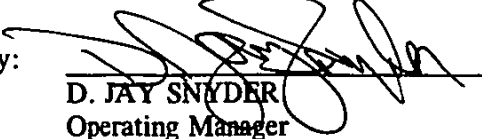
ACCEPTANCE BY REGISTERED AGENT

Having been appointed the registered agent of REK HOLDINGS, L.C., 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 REK HOLDINGS, L.C.

Executed this 10th day of June, 1997.


JOHN R. KIEFNER, JR.
Registered Agent

REK HOLDINGS, L.C.:
By: 
JOHN R. KIEFNER, JR.
Operating Manager

By: 
D. JAY SNYDER
Operating Manager

FILED
97 JUN 16 AH ID: 43
SECRETARY OF STATE
TALLAHASSEE FLORIDA