

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

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M.H.P. Group Three, L.C.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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- RECEIVED
97 AUG -8 AM 11:24
DIVISION OF CORPORATIONS
- ___ Art of Inc. File
 - ___ LTD Partnership File
 - ___ Foreign Corp. File
 - ☒ L.C. File
 - ___ Fictitious Name File
 - ___ Name Reservation
 - ___ Merger File
 - ___ Art. of Amend. File
 - ___ RA Resignation
 - ___ Dissolution / Withdrawal
 - ___ Annual Report / Reinstatement
 - ☒ Cert. Copy
 - ☒ Photo Copy
 - ___ Certificate of Good Standing
 - ___ Certificate of Status
 - ___ Certificate of Fictitious Name
 - ___ Corp Record Search
 - ___ Officer Search
 - ___ Fictitious Search
 - ___ Fictitious Owner Search
 - ___ Vehicle Search
 - ___ Driving Record
 - ___ UCC 1 of 3 File
 - ___ UCC 11 Search
 - ___ UCC 11 Retrieval
 - ___ Courier

Signature _____

Requested by: *Kim*

Name _____

Walk-In ☒

Date *8/8/97*

Time *11:15*

Will Pick Up _____

ARTICLES OF ORGANIZATION

of

M.H.P. Group Three, L.C.

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97 AUG -8 PM 1:51

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be: **M.H.P. Group Three, L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be: **M.H.P. Group Three, L.C.
6403 NW 102nd Terr.
Parkland, FL 33076**

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is: **Stephen E. McConihay
The Signature Financial Services, Inc.
5100 Kennedy Blvd.
Tampa, FL 33609**

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in the attached Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but

the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

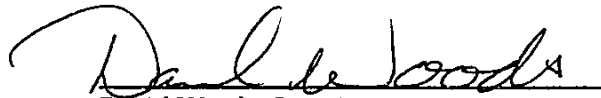
ARTICLE IX -- MANAGEMENT

The company shall be managed by one or more managers in accordance with regulations adopted by the managers for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The power to alter, amend, or revoke the regulations shall be vested in the managers. The name and address of the initial managers of the company are:

Catherine Stewart
6403 NW 102nd Terr.
Parkland, FL 33076

Daniel Woods
1859 Pine Island Rd.
Plantation, FL 33322

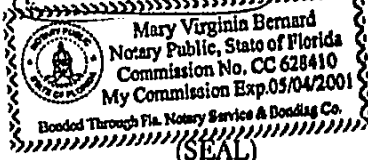
IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Parkland, Florida, on this 7th day of August, 1997.


Daniel Woods, Organizer

STATE OF FLORIDA

COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me this 7th day of August, 1997, by Daniel Woods, who is personally known to me, or who produced NS as identification.




Notary Public
My commission expires:

W:\limited Liability Company\MIHP Group Three, LC\Articles MIHP Group Three, LC.wpd

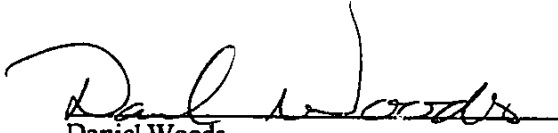
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of M. H. P. Group Three, 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 members is \$800,000.00.
3. If any, the agreed value of property other than cash contributed by member(s) is \$0.00
4. The total amount of cash or property anticipated to be contributed by members is \$800,000.00. This total includes amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NAUGHT.

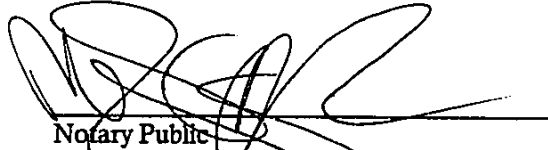
Dated: August 7, 1997.


Daniel Woods

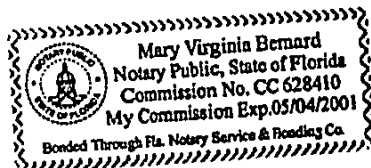
STATE OF FLORIDA

COUNTY OF PINELLAS

Sworn to and subscribed before me this 7th day of August, 1997, by Daniel Woods, who is personally known to me, or who has produced personally known as identification.


Notary Public
My commission expires:

(SEAL)



M.H.P. GROUP THREE, L.C.

EXHIBIT "A"

TO ARTICLES OF ORGANIZATION

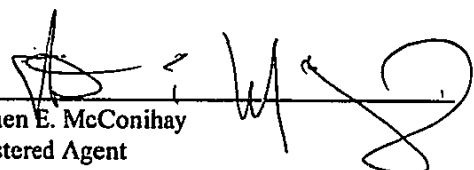
Member	Percentage	Contribution
Margaret Black and Isaac Black	5%	\$50,000.00
Alex R. Gregg and Nancy Gregg	15%	\$150,000.00
Alex T. Gregg	17.5%	\$175,000.00
Hugh Stewart and Catherine Stewart	20%	
Daniel Woods and Catherine Woods	20%	\$200,000.00
Daniel Woods, Jr.	7.5%	\$ 75,000.00
John Woods	7.5%	\$ 75,000.00
John W. Gregg	7.5%	\$ 75,000.00

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ACCEPTANCE OF REGISTERED AGENT 97 AUG -8 PH 1:51

The undersigned, being the person named in the articles of organization of **M.H.P. Group Three, L.C.**, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.


Dated: August 7, 1997.


Stephen E. McConihay
Registered Agent

STATE OF FLORIDA

COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 7th day of August, 1997, by Stephen E. McConihay, who ☒ is personally known to me or ☐ has produced _____ as identification.


Notary Public

