

Document Number Only

L97000001118

CT CORPORATION SYSTEM

Requestor's Name

660 East Jefferson Street

Address

Tallahassee, FL 32301 222-1092

City

State

Zip

Phone

CORPORATION(S) NAME

The Breadbox, L.C.

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DIVISION OF CORPORATIONS  
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Please issue one Certified Copy  
**AND** one File Stamped Copy.

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY  
COMPANY**

**ARTICLE I - Name:**

The name of the Limited Liability Company is:

THE BREADBOX, L.C.

**ARTICLE II - Address:**

The mailing address and street address of the principal office of the Limited Liability Company is:

316 South Nine Drive  
Ponte Vedra Beach, Florida 32082

**ARTICLE III - Duration:**

The period of duration for the Limited Liability Company shall be: perpetual.

**ARTICLE IV - Management:**

**(check and complete the appropriate statement)**

The Limited Liability Company is to be managed by a manager or managers and the name(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:

Lloyd Hager  
316 South Nine Drive  
Ponte Vedra Beach, Florida 32082

The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:

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**ARTICLE V - Admission of Additional Members:**

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

Additional members may be admitted only upon (i) the approval of the Board of Managers and a majority in interest of the members, and (ii) the additional member signing or otherwise becoming a party to the limited liability company's Operating Agreement.

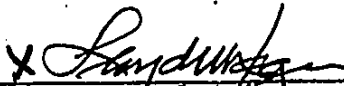
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**ARTICLE VI - Members Rights to Continue Business:**

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

When there is at least two (2) remaining members, the limited liability company's business shall be continued if a majority in interest of the remaining members consent in writing to the continuation of the limited liability company within ninety (90) days after the occurrence of such event.

\* 10/1/97  
\_\_\_\_\_  
(Date)

X   
\_\_\_\_\_  
(Signature of Member or the Authorized Representative of a Member)

**NOTE: If no provisions are to be made in Article V and VI remove this page before submitting for filing with the Department of State.**

**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: \_\_\_\_\_

\_\_\_\_\_  
THE BREADBOX, L.C.

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

\_\_\_\_\_  
Lloyd Hager

(NAME)

\_\_\_\_\_  
316 South Nine Drive

(P. O. BOX NOT ACCEPTABLE)

\_\_\_\_\_  
Ponte Vedra Beach, Florida 32082

(CITY/STATE/ZIP)

*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.*

\_\_\_\_\_  
*Lloyd Hager*  
(SIGNATURE)

\_\_\_\_\_  
10/1/97  
(DATE)

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

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

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The undersigned member or authorized representative of a member of \_\_\_\_\_  
The Breadbox, L.C. \_\_\_\_\_ deposits 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 \$ 25,000.00
- 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 \$ 25,000.00
- 5) the total amounts of 2, 3 and 4 is \$ 50,000.00

X 

\_\_\_\_\_  
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.)