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TRANSMITTAL LETTER FOR FLORIDA LIMITED LIABILITY COMPANY

98 JAN -2 PM 3:33

DIVISION OF CORPORATION

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DIVISION OF CORPORATIONS
98 JAN -2 AM 11:03

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

8000002388750

-01/05/98-01001-007

****337.50 ****337.50

SUBJECT: GULF COAST TRUCKING, L.C.

(Proposed limited liability company name - must include suffix)

Enclosed is an original and one (1) copy of the articles of organization and a check for :

☐ \$285.00
Filing Fee
& Registered
Agent designation

☐ \$293.75
Filing Fee,
Registered Agent
Designation &
Certificate

☒ \$337.50
Filing Fee,
Registered Agent
Designation &
Certified Copy

☐ \$346.25
Filing Fee,
Registered Agent
Designation,
Certified Copy &
Certificate

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FROM: BROWN AND BROWN ATTORNEYS AT LAW, P.A.
Name (Printed or typed)

1102 EAST TENNESSEE STREET
Address

TALLAHASSEE, FLORIDA 32308
City, State & Zip

(850) 224-2800

Daytime Telephone number

RECEIVED
98 JAN -2 PM 3:18
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

CF - 285.00
CBT 52.50

CALL When
Ready

NOTE: Please provide the original and one copy of the articles.

OFFICE USE ONLY (Document #)

Brown and Brown Attorneys at Law, P.A.

(Requestor's Name)

1102 East Tennessee Street

(Address)

Tallahassee, Florida 32308 (850) 224-2800

(City, State, Zip)

(Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Gulf Coast Trucking, L.C.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input checked="" type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF ORGANIZATION
OF
GULF COAST TRUCKING, L.C.

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PREAMBLE

The undersigned members, KENDREDGE D. MCKINNON, and JEFFREY PATTERSON, for the purpose of organizing a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as amended, (F.S.A. Sections 608.401 - 608.514) hereby make, acknowledge, adopt and file the following Articles of Organization For a Florida Limited Liability Company.

ARTICLE ONE
Company Name

The name of this Limited Liability Company shall be **GULF COAST TRUCKING, L.C.**

ARTICLE TWO
Term of Existence

The period of duration for the Limited Liability Company shall be for Seventy-Five (75) years.

ARTICLE THREE
Purposes and Powers

The general purpose for which the Limited Liability Company is organized is to acquire by purchase, lease, or otherwise dump trucks, truck/tractors, trailers, and any other equipment and real estate for the limited liability company to engage in any trade or business to haul dirt, gravel, asphalt, sand or any other material used in the construction industry including, but not limited to , the road building industry and in any other trade or business; and to conduct, engage in, and carry on the business of trucking or hauling now and to own, operate, maintain, hold and use, purchase, construct, establish, lease, or otherwise acquire, mortgage, create security interests in, and sell, or otherwise dispose of or deal with trucks, sand pits, gravel pits, asphalt plants, terminal properties, storage facilities, machine and repair shops, freight, stock and repair yards; and to transact any lawful

business for which a limited liability company may be organized under the laws of the State of Florida. The Limited Liability Company shall have all the powers granted to a limited liability company under the laws of the State of Florida subject to any modifications and limitations as set forth in these Articles of Organization or the Regulations and Operating Agreement duly adopted by the Limited Liability Company and permitted by the laws of the State of Florida.

ARTICLE FOUR

Mailing Address and Address of Principal Office

The street address of the initial principal office of the Liability Company is 8030 Christina Road, Tallahassee, Florida 32311.

ARTICLE FIVE

Registered Office and Agent

The name and street address of the registered agent of the Limited Liability Company in the State of Florida is THOMAS J. BROWN, ESQ., Brown and Brown Attorneys at Law, P.A., 1102 East Tennessee Street, Tallahassee, Florida 32308-6912.

ARTICLE SIX

Capital Contributions

The members of the Limited Liability Company shall contribute to the capital of the Limited Liability Company the cash or property set forth in the Affidavit of Membership and Contributions attached hereto and filed herewith.

ARTICLE SEVEN

Additional Capital Contributions

Each member shall make additional capital contributions to the Limited Liability Company at such times and in such amounts as may be provided for in the Regulations and Operating Agreement adopted by the members of the Limited Liability Company or, in lieu, thereof, only upon the unanimous consent of all the members.

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ARTICLE EIGHT
Management

The Limited Liability Company shall be managed by a General Manager and a Co-Manager in accordance with the Regulations and Operating Agreement adopted for the management of the business and affairs of the Limited Liability Company. All managers shall be members of the Limited Liability Company. The General Manager shall be the executive manager and shall have the power to bind the Limited Liability Company and his execution of any and all legal documents, as General Manager, shall be sufficient to bind the Limited Liability Company. The managers of the Limited Liability Company shall be elected annually by a majority vote of the members of the Limited Liability Company. The managers shall be elected at the annual meeting of the members of the Limited Liability Company and shall be installed as managers during such annual meeting. Each member of the Limited Liability Company shall be allowed to nominate himself or herself or another member for each of the manager positions. Each member's vote for each election of a manager shall equal his or her interest (the percentage of ownership) that he or she owns in the Limited Liability Company.

The names and addresses of the initial General Manager and Co-managers who are to serve as managers until the first annual meeting of the members and their successors are elected are, as follows:

	<u>NAME/TITLE</u>	<u>ADDRESS</u>
1.	KENDREDGE D. MCKINNON General Manager	P.O. Box 179 Clarcona, Florida 32710
2.	JEFFREY PATTERSON, Co-Manager	1007 Oak Ridge Road Tallahassee, Florida 32310

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ARTICLE NINE
Admission of Additional Members
(Transferability of Interests)

No additional members shall be admitted to the Limited Liability Company after the date of the Organizational Meeting except with the unanimous written consent of all the members of the Limited Liability Company and upon such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the Limited Liability Company as set forth in the Regulations and Operating Agreement of the Limited Liability Company, but the transferee shall have no right to participate in the management of the business and affairs of the Limited Liability Company or become a member unless all the other members of the Limited Liability Company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent. Notwithstanding the foregoing, the members may by the written consent of all of the members of the Limited Liability Company change the terms and conditions for the admission of additional members in the Regulations and Operating Agreement for the Limited Liability Company.

ARTICLE TEN
Members Rights to Continue Business

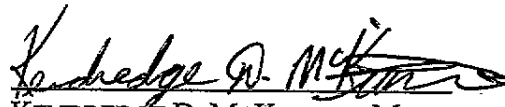
The Limited Liability Company shall be dissolved upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or upon the occurrence of any other event that terminates the continued membership of a member of the Limited Liability Company, unless the business of the Limited Liability Company is continued by the consent of a majority in interest of the remaining members, provided there are at least two (2) remaining members.

Notwithstanding the foregoing, the members may change the terms and conditions for the remaining members of the Limited Liability Company to continue the business on the death,

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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 in the Regulations and Operating Agreement for the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization this
29 day of December, 1997.


KENDREDGE D. MCKINNON, MEMBER


JEFFREY PATTERSON, MEMBER

Prepared by:

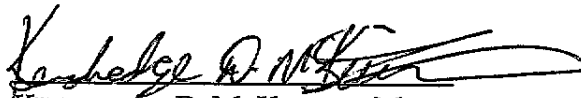
Thomas J. Brown, Esq.
BROWN AND BROWN
ATTORNEYS AT LAW, P.A.
1102 East Tennessee Street
Tallahassee, Florida 32308-6912
(904) 224-2800

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of GULF COAST TRUCKING, L.C., deposes and says:

1. The above named Limited Liability Company has at least two members.
2. The total amount of cash contribution by the members is expected to be \$ 9,091.⁰⁰ of which \$ \$ 0.00 is to be or is being held as an earnest money deposit for the purchase of real estate by the Limited Liability Company.
3. If any, the agreed value of property other than cash contributed by members is \$ 0.⁰⁰. A description of the property is attached and made a part hereto.
4. If any, the agreed value of services provided by members is \$ 0.⁰⁰. A description of the services is attached and made a part hereto.
5. The total amount of cash, property or services anticipated to be contributed by members is \$ 9,091.⁰⁰. This total includes amounts from 2, 3, and 4 above.



KENDREDGE D. MCKINNON, MEMBER

(Signature of a member or authorized representative of a member.)

(In accordance with F.S. § 608.408(3), the execution of this affidavit constitutes an affirmation under the Penalties of perjury that the facts stated herein are true)

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

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR CHAPTER 608, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

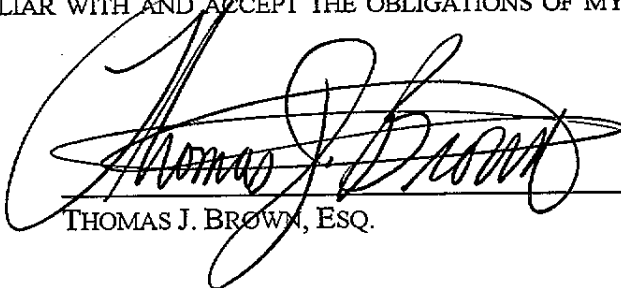
1. The name of the limited liability company is:

GULF COAST TRUCKING, L.C.

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

**THOMAS J. BROWN, ESQ.
BROWN AND BROWN
ATTORNEYS AT LAW, P.A.
1102 East Tennessee Street
Tallahassee, Florida 32308-6912**

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.


THOMAS J. BROWN, ESQ.

DATE Dec. 29, 1997