

L98000000066

JAN-20-1998 16:13  
1/20/98  
1:55 PM

BUTZEL LONG  
FLORIDA DIVISION OF CORPORATIONS

5613684668 P.01/07

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H98000001255 2))

TO: DIVISION OF CORPORATIONS  
(850)922-4000

FAX #:

FROM: BUTZEL LONG  
105147001567

ACCT#:

CONTACT: KERA J DRAETTA

PHONE: (561)368-2151

FAX #:

(561)368-4668

NAME: L&A CATTLE LIMITED LIABILITY COMPANY

AUDIT NUMBER.....H98000001255

DOC TYPE.....LIMITED LIABILITY COMPANY

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$337.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE  
FAX

AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

Name Available	98 JAN 20 PM 4:24	DIVISION OF CORPORATIONS
Document Examiner	98 JAN 20	DCC
Updater	98 JAN 20	DCC
Updater Verifier		DCC
Acknowledgement		DCC
W. P. Verifier		DCC

FILED  
98 JAN 20 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

L98000000066

JAN-20-1998 16:13

BUTZEL LONG

5613684668 P.02/07



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 20, 1998

PHILIP H. FORBES  
BUTZEL LONG, P.C.  
1200 NORTH FEDERAL HIGHWAY, SUITE 411  
BOCA RATON, FL 33432

SUBJECT: L&A CATTLE LIMITED LIABILITY COMPANY  
REF: W98000001313

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.

The document must contain both the street address of the principal office and the mailing address of the limited liability company.

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 (850) 487-6913.

Diane Cushing  
Corporate Specialist

FAX Aud. #: E98000001255  
Letter Number: 998A00003000

JAN-20-1998 16:13

BUTZEL LONG

5613684668 P.03/07

ARTICLES OF ORGANIZATION

(850) 922-4000  
H98000001255

OF

L & A CATTLE LIMITED LIABILITY COMPANY

The undersigned acting as organizer of L & A CATTLE LIMITED LIABILITY COMPANY, under the Florida Limited Liability Company Act, adopt the following Articles of Organization for said limited liability company.

ARTICLE I  
NAME

The name of the limited liability company shall be L & A CATTLE LIMITED LIABILITY COMPANY, (the "LLC").

ARTICLE II  
DURATION

This LLC shall exist perpetually, unless dissolved according to law or as set forth in the LLC's Operating Agreement.

ARTICLE III  
PURPOSE

The LLC is organized pursuant to the Florida Limited Liability Company Act for the purpose of conducting any lawful activity in Florida, with the powers described in the Florida Limited Liability Company Act and as set forth in the LLC's Operating Agreement.

ARTICLE IV  
BUSINESS ADDRESS AND REGISTERED AGENT

The street address of the place of business in this State of the LLC shall be 281 Marina Drive, Fort Pierce, FL 34949. The mailing address in this State of the LLC shall be 281 Marina Drive, Fort Pierce, FL 34949. The name and address of the LLC's initial registered agent shall be Barbara S. Allen located at 281 Marina Drive, Fort Pierce, FL 34949.

Prepared by:  
Philip H. Forbes  
BUTZEL LONG, P.C.  
1200 North Federal Highway, Suite 411  
Boca Raton, FL 33432  
(561) 368-2151 Bar # 0180356

(850) 922-4000  
H98000001255

FILED  
98 JAN 20 PM 4:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

(850) 922-4000  
H98000001255

**ARTICLE V**  
**MEMBERS AND CONTRIBUTIONS**

(a) The following are the members of the LLC and their initial contribution:

Barbara S. Allen	\$34,999.00	99%
Jeffrey Lamb	\$ 1.00	1%

(b) The members have not agreed to make any additional contributions, but may agree to do so in the future upon the terms and conditions set forth in the Operating Agreement of the LLC.

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**

Additional members may be admitted to the LLC upon the majority consent of all members in proportion to their contributions to the capital of the LLC, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the member, in writing and then only upon the condition that a new member be bound by and become party to the Operating Agreement of the LLC.

**ARTICLE VII**  
**DISSOLUTION, CONTINUATION**

The members shall have the right to continue the LLC upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or occurrence of any other event which terminates the membership of a member in the LLC, so long as the remaining members agree to continue the LLC.

**ARTICLE VIII**  
**MANAGEMENT**

The LLC is to be managed by a Manager or Managers. The name and address of the initial Manager of the LLC who shall serve as Manager until a successor is elected and qualified is:

Barbara S. Allen  
281 Marina Drive  
Fort Pierce, FL 34949

FILED  
JAN 20 PM 4:35  
CLERK OF COURT  
HILMAUSEL, FLORIDA

(850) 922-4000  
H98000001255

The Manager may be removed and replaced by the members, as provided in the Operating Agreement of the LLC. The Manager shall hold the offices and have the responsibilities accorded to him by the members as set out in the Operating Agreement of the LLC.

**ARTICLE IX**  
**ADDITIONAL PROVISIONS**

(a) All members of the LLC shall be entitled to vote on matters relating to the LLC in proportion to their contributions to the capital of the LLC, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members unless as otherwise set forth in the Operating Agreement of the LLC.

(b) Management decisions shall be made by majority vote of the members in proportion to their contributions to the capital of the LLC, as adjusted from time to time to properly reflect any additional contributions or withdrawals by the members.

(c) The effective date of this limited liability company shall be effective upon filing.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Organization to be executed this 15 day of January, 1998.

By: Barbara S. Allen  
Barbara S. Allen  
Organizer

FILED  
JAN 20 PM 4:30  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

(850) 922-4000  
H98000001255

(850) 922-4000  
H98000001255

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of L & A CATTLE LIMITED LIABILITY COMPANY deposes 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 \$35,000.
3. If any, the agreed value of personal property other than cash contributed by member(s) is \$-0-.
4. The total amount of cash or property anticipated to be contributed by member(s) is \$35,000. This total includes amounts from 2 and 3 above.

This Affidavit has been executed in accordance with '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.

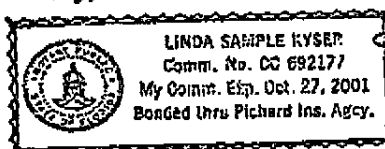
*Barbara S. Allen*  
Barbara S. Allen

STATE OF FLORIDA )

COUNTY OF *Alachua* ) ss.

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized to take acknowledgments, personally appeared Barbara S. Allen, to me known to be the persons described in and who executed the foregoing Articles of Organization of L & A CATTLE LIMITED LIABILITY COMPANY, and they acknowledged before me that he subscribed to these Articles of Organization.

WITNESS my hand and official seal in the County and State named above, this 15 day of January, 1998.



*Linda Sample Kyser*  
Notary Public  
My Commission Expires:

FILED  
98 JAN 20 PM 4:30  
TALAMON  
STATE  
FLORIDA

(850) 922-4000  
H98000001255

JAN-20-1998 16:14

BUTZEL LONG

5613684668 P.07/07

(850) 922-4000  
H98000001255

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING THE AGENT UPON  
WHOM PROCESS MAY BE SERVED**

In compliance with Section 608.415 and 608.507, Florida Statutes, the following is submitted:

That L & A CATTLE LIMITED LIABILITY COMPANY, desiring to organize under the laws of the State of Florida, with its principal place of business at 281 Marina Drive, Fort Pierce, FL 34949 has named Barbara S. Allen, located at 281 Marina Drive, Fort Pierce, FL 34949 as its agent to accept service of process within Florida.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above stated limited liability company, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

  
Barbara S. Allen

FILED  
98 JAN 20 PM 4:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
(850) 922-4000  
H98000001255