

THE UNITED STATES
CORPORATION
COMPANY

L98000000247

ACCOUNT NO. : 072100000032

REFERENCE : 721829 158152A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : February 26, 1998

ORDER TIME : 3:49 PM

ORDER NO. : 721829-005

CUSTOMER NO: 158152A

CUSTOMER: Mr. Harold O. Miller
MR. HAROLD O. MILLER

Suite 210
7350 South Tamiami Trail
Sarasota, FL 34231

300002442023--1
-02/27/98--01001--004
*****250.00 *****250.00

300002442023--1
-02/27/98--01001--005
*****8.75 *****8.75

35.00 35.00

DOMESTIC FILING

NAME: THEMAN INK, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Brenda Phillips

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 FEB 26 AM 9:32

DIVISION OF CORPORATIONS

98 FEB 25 PM 4:14

2/26/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

RECEIVED

98 FEB 27 PM 3:43

DIVISION OF CORPORATION

February 27, 1998

BRENDA PHILLIPS
CSC NETWORKS
TALLAHASSEE, FL

SUBJECT: THEMAN INK, L.C.
Ref. Number: W98000004395

RESUBMIT

Please give original
submission date as file date.

We have received your document for THEMAN INK, L.C. and your check(s) totaling \$258.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The filing fee is \$250.00. We assume that you have sent the \$8.75 for a CUS. However, there is an additional \$35.00 Registered Agent designation fee required. Please return your filing with an additional \$35.00.

ALSO, PLEASE NOTE that the AFFIDAVIT must be signed by a MEMBER or an AUTHORIZED REPRESENTATIVE OF A MEMBER. If Harold O. Miller is an "authorized representative of a member," please indicate that below his signature. Mr. Miller also sign to accept his Registered Agent appointment. That could also be done on the Affidavit page, or it could be done on an attachment.

ALSO, PLEASE reword ARTICLE III. It should state the principal office address and the mailing address. Right now it states the "post office address of the principal office." Please change this.

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) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 798A00011066

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**ARTICLES OF ORGANIZATION FOR THEMAN INK, L.C.
A LIMITED LIABILITY COMPANY**

KNOW ALL MEN BY THESE PRESENTS: That the undersigned desiring to form a limited liability company under the laws of the State of Florida, do hereby sign, verify and deliver to the Secretary of State of the State of Florida this Articles of Organization.

**ARTICLE I
Name**

The name of the limited liability company shall be THEMAN INK, L.C., a limited liability company (the "Company").

**ARTICLE II
Period of Duration**

The latest date on which the Company is to be dissolved and its affairs wound up is thirty (30) years from and after the date the Florida Secretary of State issues a Certificate of Formation, unless dissolved according to law.

**ARTICLE III
Principal Office**

The principal office & mailing address add where the records will be maintained pursuant to Florida Code §608.407 is 13130 Wexford Hollow Road Jacksonville, Florida.

**ARTICLE IV
Registered Agent**

The address of the initial registered office of the Company in Florida is 7350 South Tamiami Trail Suite 210 Sarasota, Florida 34231. The registered agent's name is Harold O. Miller whose business address is identical with the registered office. The registered agent is a member of the Florida State Bar.

**ARTICLE V
Additional Members**

No person may be admitted as a member unless each member consents in writing to the admission of the additional member. Any member who is subsequently admitted as a member of the Company shall have all the rights and obligations of a member under the "Limited Liability Company Operating Agreement."

**ARTICLE VI
Continuation of Business**

In the event of the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or the occurrence of an event which terminates the continued membership of a member in the Company this Limited Liability Company shall be dissolved, unless the business of the Company is continued by the consent of all the remaining members. The remaining members must agree within ninety (90) days from the date of such event whether to continue the business of the Company. In the event the remaining members fail to continue the business of the Company within such ninety (90) day period, the Company shall be dissolved and liquidated.

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**ARTICLE VII
Management**

The Company is to be managed by member manager(s). The initial manager of the Company shall be Michael Vappie.

The initial manger of the Company shall serve in such capacity pursuant to the Limited Liability Company Operating Agreement until the first meeting of the members or until his successor(s) is elected and qualified. At the first annual meeting, and at each annual meeting thereafter, the members shall elect member manager(s) in the manner prescribed by the Limited Liability Company Operating Agreement and the manager(s) shall serve pursuant to the terms of said Limited Liability Company Operating Agreement

**ARTICLE VIII
Initial Members**

The initial members of the Company shall be:

Aaron Beasley
13130 Wexford Hollow Road
Jacksonville, Florida

Kevin L. Hardy
1228 Windsor Harbor Drive
Jacksonville Florida

Waters and Associates Trust
13130 Wexford Hollow Road
Jacksonville, Florida

Michael Vappie
13130 Wexford Hollow Road
Jacksonville, Florida

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**ARTICLE IX
Contributions**

The total amount of cash and the description and agreed value of property contributed to the Company is as follows:

<u>Member:</u>	<u>Value of Property:</u>	<u>Description:</u>
1. Aaron Beasley	\$3,000.00	Cash
2. Kevin L. Hardy	\$3,000.00	Cash
3. Waters and Associates Trust	\$3,000.00	Cash
4. Michael Vappie	\$1,000.00	Cash

**ARTICLE X
Additional Contributions**

Unless all members agree in writing, no member shall have any obligation to make any additional contributions to the Company.

**ARTICLE XI
Purpose of the Company**

The purpose of the Company shall be to engage in any lawful act or activity for which companies may be organized under the Limited Liability Law of Florida.

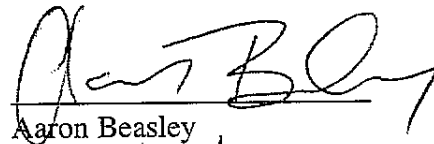
ARTICLE XII
Limited Liability Company Operating Agreement

The regulation of the internal affairs of the Company is more particularly set forth in the Limited Liability Company Operating Agreement.

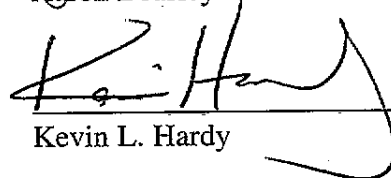
IN WITNESS WHEREOF the undersigned are the organizers of this Limited Liability Company and have executed these Articles of Organization on this 13th day of February, 1998.

Signature of Members

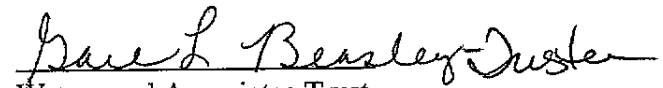
By:


Aaron Beasley

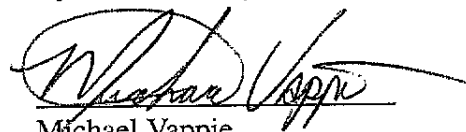
By:


Kevin L. Hardy

By:


Waters and Associates Trust
By: Gail Beasley, Trustee

By:


Michael Vappie

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**AFFIDAVIT
FOR
FLORIDA LIMITED LIABILITY COMPANY**

The undersigned, constituting all of the general partners of **THEMAN INK, L.C.**, certify that:

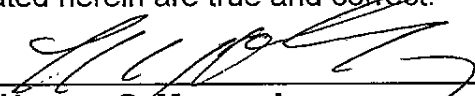
1. There are four members of **THEMAN INK, L.C.** who are:
 - (1) Aaron Beasley;
 - (2) Kevin L. Hardy;
 - (3) Waters and Associates Trust; and
 - (4) Michael Vappie
2. The amount of cash contributions to date by the members is \$10,000.00.
3. The amount of property contributed to date by the members is -0-.
4. The total amount contributed and anticipated to be contributed by the members at this time totals \$10,000.00.

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Signed this 13th day of February, 1998.

FURTHER AFFIANT SAYETH NOT.

Under the penalties of perjury I (we) declare that I (we) have read the foregoing and know the contents hereof and that the facts stated herein are true and correct.


HAROLD O. MILLER, ATTORNEY
Authorized Representative of a Member
Registered Agent