

LAW OFFICES
BOONE, BOONE, BOONE & HINES, P. A.
P. O. BOX 1596
VENICE, FLORIDA 34284

E. G. (DAN) BOONE
JEFFERY A. BOONE
STEPHEN K. BOONE
CHARLES D. HINES
JOHN S. KODA
PEGGY S. FROOK

ESTABLISHED 1956

STREET ADDRESS:
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TELEPHONE (941) 488-6716
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Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

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****285.00 ****285.00

Re: HAGERTON, L.C.

Dear Sir:

We enclose original Articles of Organization of Hagerton, L.C.,
Affidavit of Membership and Contributions, Statement Designating
Registered Agent, and Exhibit "A".

Also enclosed is our check in the amount of \$285.00 to cover the
cost of this filing.

The corporation's beginning date is February 23, 1998.

Thank you for your attention to this matter.

Very truly yours,

Charles D. Hines
Charles D. Hines

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enclosures

H92-6276

Name Availability	OK
Document Examiner	GSH
Updater	GSH
Updater Verifier	GSH
Acknowledgement	GSH
W. P. Verifier	GSH

EFFECTIVE DATE
2/23/98

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ARTICLES OF ORGANIZATION OF HAGERTON, L.C.

The undersigned certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall serve as the Charter and authority for the conduct of business of the limited liability company.

ARTICLE I

NAME AND PRINCIPAL PLACE OF BUSINESS

The name of the limited liability company shall be HAGERTON, L. C., and its principal office shall be located at 2414 Tamiami Trail, Port Charlotte, State of Florida, but it shall have the power and authority to establish branch offices at any other place or places as the members may designate. *This is also the mailing address.*

ARTICLE II

PURPOSES AND POWERS

In addition to the powers authorized by the laws of the State of Florida for limited liability companies, the general nature of the business or businesses to be transacted, and which the limited liability company is authorized to transact, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things set forth in these Articles to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of these Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.
4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department, and to perform and carry out, assign, cancel, or rescind any of such contracts.
5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated in these Articles and otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in this capacity or under this arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest of the property and to aid, assist, or participate in any lawful enterprise in connection with or incidental to the agency, representation, or service, and to render any other service or assistance it may lawfully do under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.
6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the

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powers set forth in these Articles, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing contained in these Articles shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under Florida laws, lawfully carry on, exercise, or do.

ARTICLE III EXERCISE OF POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This Article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE IV MANAGEMENT

Management of this limited liability company is reserved to its members, whose names and addresses are as follows:

Brent A. Pinkerton
380 Gulf Breeze Blvd.
Venice, Florida

Kevin P. Hagan
501 Harbor Dr. S.
Venice, Florida

Charles D. Hines
750 Shetland Cir.
Nokomis, Florida

ARTICLE V MEMBERSHIP RESTRICTIONS

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company. A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all members.

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On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

ARTICLE VI CAPITAL CONTRIBUTIONS

The capital contributions of the members in cash or property is set forth in Exhibit "A". Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

ARTICLE VII PROFITS AND LOSSES

(a). Profit Sharing. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to an equal distributive share of the profits. The distributive share of the profits shall be determined and paid to the members each year on the anniversary date of the commencement of business of the limited liability company.

(b). Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if these sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE VIII DURATION


The company shall commence its existence on February 23, 1998. This limited liability company shall exist perpetually or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the limited liability company is 2414 Tamiami Trail, Port Charlotte, Florida and the name of the company's initial registered agent at that address is Brent A. Pinkerton.

The undersigned, being the original members of the limited liability company, certify that this instrument constitutes the proposed Articles of Organization of Hagerton, L. C. Executed by the undersigned at Venice, Florida on February 20, 1998.

Witness


JOHN KODA



Brent A. Pinkerton

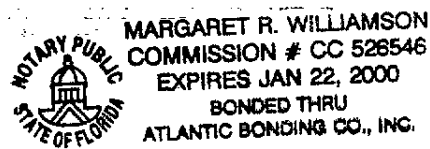
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Emelinda P. Hagan
Emelinda P. Hagan

Kevin P. Hagan
Kevin P. Hagan
Charles D. Hines
Charles D. Hines

The foregoing instrument was acknowledged before me this 20th of February, 1998 by Brent A. Pinkerton, member on behalf of Hagerton, L.C., a limited liability company. He is personally known to me.

Margaret R. Williamson
Notary Signature
MARGARET R. WILLIAMSON



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STATEMENT DESIGNATING REGISTERED AGENT

State of Florida
County of Sarasota

Pursuant to the provisions of Sections 608.415 and 608.407(1)(d) of the Florida Limited Liability Company Act, the limited liability company identified below submits the following statement in designating its registered office and registered agent in the State of Florida:

The name of the limited liability company is HAGERTON, L.C.

The name of the registered agent for HAGERTON, L.C. is Brent A. Pinkerton and the street address of the company's principal office where the agent is located is, 2114 Tamiami Trail, Port Charlotte, 33952.

This statement is to acknowledge that, as indicated above, HAGERTON, L.C., has appointed me, Brent A. Pinkerton, as its registered agent to accept service of process for the company at the place designated above in this certificate. I accept this 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.

Dated 2/20/98.



Brent A. Pinkerton

The foregoing instrument was acknowledged before me this Feb. 20th, 1998 by Brent A. Pinkerton, agent on behalf of Hagerton, L.C., a limited liability company. He is personally known to me or has produced _____ [type of identification] as identification.



[Notary's signature]

MARGARET R. WILLIAMSON



MARGARET R. WILLIAMSON
COMMISSION # CC 526546
EXPIRES JAN 22, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

State of Florida
County of Sarasota

In compliance with FS §608.407(2), the undersigned member of HAGERTON, L.C. deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$16,000.00.
3. If any, the agreed value of property other than cash contributed by the members is \$14,000.00. A description of the property is attached as Exhibit "A" and made a part of this affidavit.
4. The total amount of cash or property anticipated to be contributed by the members is \$30,000.00. This total includes the amounts from 2 and 3 above.

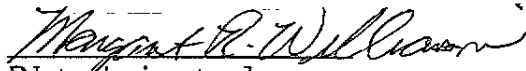
AFFIANT SAYS NOTHING FURTHER

Dated: 2/20/1998.



Brent A. Pinkerton, Member.

The foregoing instrument was acknowledged before me this 20th day of February, 1998, by acknowledging member on behalf of HAGERTON, L.C., a limited liability company. Who is personally known to me or has produced _____ [type of identification] as identification.



[Notary's signature]

MARGARET R. WILLIAMSON



MARGARET R. WILLIAMSON
COMMISSION # CC 526546
EXPIRES JAN 22, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.

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Exhibit "A"

Unit D, MURDOCK PLAZA, a Condominium according to the plat thereof, recorded in Condominium Book 10, at Pages 15A and 15B, being further described in that certain Declaration of Condominium recorded in Official Record Book 1179, at Pages 1818 through 1861, inclusive, all of the Public Records of Charlotte County, Florida.

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EXHIBIT ^aA