

CAPITAL CONNECTION INC.

417 E. Virginia Street, Suite 100 Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

298000000501

000002509030-9
-05/04/98-01018-020
*****52.50 *****52.50

M.H.P. Group Five, L.C.

- Art of Inc. File
- LTD Partnership File
- Foreign Corp. File
- L.C. File
- Fictitious Name File
- Trade/Service Mark
- Merger File
- ☒ Art. of Amend. File
- RA Resignation
- Dissolution / Withdrawal
- Annual Report / Reinstatement
- Cert. Copy
- ☒ Photo Copy
- Certificate of Good Standing
- Certificate of Status
- Certificate of Fictitious Name
- Corp Record Search
- Officer Search
- Fictitious Search
- Fictitious Owner Search
- Vehicle Search
- Driving Record
- UCC 1 or 3 File
- UCC 11 Search
- UCC 11 Retrieval
- Courier

FILED STATES
SECRETARY OF CORPORATIONS
98 MAY -4 PM 1:34

RECEIVED
98 MAY -4 AM 11:19
DIVISION OF CORPORATION

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

5/5/98

10:55

BK

5/4/98

**AMENDED AND RESTATED
ARTICLES OF ORGANIZATION
of
M.H.P. Group Five, L.C.**

The undersigned, pursuant to the Florida Limited Liability Company Act, F.S. Chapter 608, hereby amends, restates and files these Amended and Restated Articles of Organization of MHP Group Five, L.C., originally filed on April 23, 1998, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, F.S.

ARTICLE I -- NAME

The name of the limited liability company shall be: **M.H.P. Group Five, L.C.**

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be: **M.H.P. Group Five, L.C.
5100 W. Kennedy Blvd., Ste. 425
Tampa, FL 33609**

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of the company in the State of Florida is: **Stephen E. McConihay
5100 Kennedy Blvd., Ste. 425
Tampa, FL 33609**

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in the attached Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members.

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
98 MAY -4 PM 1:34

A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, unless the business of the company is continued by the consent of all the remaining members, provided there are at least two remaining members.

ARTICLE IX -- MANAGEMENT

The company shall be managed by one or more managers in accordance with regulations adopted by the managers for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with any or these articles of organization. The power to alter, amend, or revoke the regulations shall be vested in the managers. The name and address of the initial managers of the company are:

Catherine Stewart
5100 W. Kennedy Blvd., Ste. 425
Tampa, FL 33609

Helen Stewart
5100 W. Kennedy Blvd., Ste. 425
Tampa, FL 33609

Daniel Woods
5100 W. Kennedy Blvd. Ste. 425
Tampa, FL 33609

Hugh Stewart
5100 W. Kennedy Blvd., Ste. 425
Tampa, FL 33609

IN WITNESS WHEREOF, the undersigned organizers have made and subscribed these articles of organization at Seminole, Florida, on this 1st day of May, 1998.

Catherine Stewart
Catherine Stewart, Organizer / Managing Member

STATE OF FLORIDA

COUNTY OF PINELLAS

Sworn to (or affirmed) and subscribed before me this 1st day of May, 1998, by Catherine Stewart, who is personally known to me, or who produced _____ as identification.

Jonathan James Damonte
Printed Name: _____
Notary Public



SUPPLEMENTAL
M.H.P. GROUP FIVE, L.C.

EXHIBIT "A"

TO ARTICLES OF ORGANIZATION

Member	Percentage	Contribution
John Woods	8%	\$ 60,000.00
Daniel Woods	22%	\$153,000.00
Catherine Gregg	8%	\$ 60,000.00
Annie MacDonald	12%	\$ 92,000.00
Charles Henry Stewart	15%	\$117,500.00
Charles Stewart, Jr. & Helen Stewart	15%	\$117,500.00
Hugh J. Stewart & Catherine M. Stewart	20%	\$ 0.00
	-----	-----
	100%	\$600,000.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -4 PM 1:34

EXHIBIT "B"

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF ORGANIZATION
OF
MHP GROUP FIVE, L.C.

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that:

1. The original filing date of the Articles of Organization was April 23, 1998.
2. I am the Organizer of MHP Group Five, L.C.
3. There are no members entitled to vote on the amendments.
4. The amendments were adopted on the 15th day of May, 1998, by the Organizer and Managing Member prior to the contribution of capital to the Company by the members and prior to the Organizational meeting of members.
5. The contributions to capital have not been increased.

IN WITNESS WHEREOF, the undersigned Organizer and Managing Member of the Company have executed these Amended and Restated Articles of Organization this 15th day of May, 1998.

MHP Group Five, L.C.

By: Catherine M Stewart
Catherine M. Stewart
its: Organizer/Managing Member

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -4 PM 1:34