

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 SOUTH MONROE ST. - SUITE 601

Address

TALLAHASSEE 32301

222-2300

City/State/Zip

Phone #

CONTACT - ELIZABETH

Office Use Only

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

1. NG ACQUISITIONS L.L.C.  
(Corporation Name) (Document #)
2. [REDACTED]  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

FILED  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
98 SEP 30 AM 10:55

- ☒ Walk in    ☒ Pick up time 3:00    ☒ Certified Copy    ☐ Mail out    ☐ Will wait    ☐ Photocopy    ☐ Certificate of Status

NEW FILINGS	
	Profit
	NonProfit
XX	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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File 1st  
MK  
9/30/98

**ARTICLES OF ORGANIZATION  
OF  
NG ACQUISITION L.L.C.**

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These Articles of Organization are made for the purpose of organizing a Florida Limited Liability Company under the Florida Limited Liability Company Act (Florida Statutes Chapter 608).

**ARTICLE I - Name:**

The name of the limited liability company is: NG Acquisition L.L.C. (the "Company").

**ARTICLE II - Duration:**

The duration of the Company is perpetual.

**ARTICLE III - Address:**

The mailing address and street address of the principal office of the Company is:

700 Universe Boulevard  
Juno Beach, Florida 33408

**ARTICLE IV - Registered Agent:**

The name and street address of the Company's registered agent, and the street address of the Company's registered office, is:

J.E. Leon  
9250 West Flagler Street  
Miami, Florida 33174

**ARTICLE V - Admission of Additional Members:**

The admission of additional members to the Company requires the consent of all existing members.

**ARTICLE VI - Members Rights to Continue Business:**

If a member of the Company dies, retires, resigns, is expelled, becomes bankrupt or dissolves, or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the business of the Company shall continue unless there is no remaining member or the remaining member or members determine to discontinue the business of the Company.

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**ARTICLE VII - Management:**

The Company is to be managed by a manager. The name and business address of the manager who shall serve until replaced by the members is:

Kenneth P. Hoffman  
700 Universe Boulevard  
Juno Beach, Florida 33408

Executed this 29th day of September, 1998.

  
\_\_\_\_\_  
Name: Mike F. Egan  
Authorized Representative

**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

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The undersigned member or authorized representative of a member of NG Acquisition L.L.C.  
deposes and says:

- 1) the above named limited liability company has one member.
- 2) the total amount of cash contributed by the member is \$100.00
- 3) if any, the agreed value of property other than cash contributed by the member is \$0.00
- 4) the amount of cash or property anticipated to be contributed by the member is \$15,130,210.00
- 5) the total amounts of 2, 3 and 4 is \$15,130,310.00

  
\_\_\_\_\_  
Mike F. Egan, Authorized Representative

In accordance with section 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.

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

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PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES,  
THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING  
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE  
STATE OF FLORIDA.

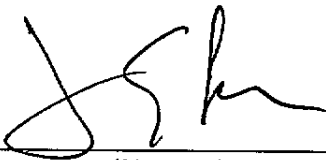
1. The name of the limited liability company is:

NG Acquisition L.L.C.

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

J.E. Leon  
9250 West Flagler Street  
Miami, Florida 33174

*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.*



(Signature)

9/28/98

(Date)

FILING FEE: \$ 35 for Designation of Registered Agent