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DATE:	10-16-9	8	
CONTACT:	CINDY HICKS		
FROM:	CORPORATE & CRIMINAL RESEARCH SERVICES		
	103 N. MERIDIAN STREE	<u>r</u>	
	TALLAHASSEE, FL 32301		,
TELEPHONE:	222-1173	1 1000 5 1:	
SUBJECT:	Wolfe, Hill, McFarlin +		
	Herron	L.L.C.	
STATE FEES PREPAID WI	тн снеск # <u>//726</u>	FOR \$ 337.50	
PLEASE FILE:		1000026 -10/16/9 ****337	652213 6-01004-031
() ARTICLES OF INC.	() AMENDMENT	() DISSOLUTION	·.50 ****337.50
() ANNUAL REPORT	() MERGER	() WITHDRAWAL	
() QUALIFICATION	()LIMITED PARTNERSHIP	() ANNUAL REPORT	BIVÎS 98
() FICTITIOUS NAME	LIMITED LIABILITY	() REINSTATEMENT	DIVISIONE DIVISIONE
() TRADEMARK/SERVICE	() UCC-1	() UCC-3	FILE FREE
PROVIDE US WITH:		·	AM II: 3
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W. P. Verifyer

ARTICLES OF ORGANIZATION

OF

WOLFF, HILL, McFARLIN & HERRON, L.L.C.

THESE ARTICLES OF ORGANIZATION are entered into this day of October, 1998, and are effective as of the date of execution of these Articles of Organization.

- 1. The name of the limited liability company shall be Wolff, Hill, McFarlin & Herron, L.L.C. (the "Company").
- 2. The term of existence of the Company shall commence with the filing of these Articles of Incorporation with the Secretary of State of the State of Florida, and shall continue until December 31, 2023, unless sooner dissolved pursuant to the Regulations, the Articles, or by operation of law.
- 3. The street address of the principal office of the Company is 1851 W. Colonial Drive, Orlando, Florida 32804. The mailing address of the principal office of the Company is P.O. Box 2327, Orlando, Florida 32802.
- 4. The street address of the initial registered office of the Company in the State of Florida is as above. The name of the registered agent of the Company at that address is Peter N. Hill.
- 5. New Members shall be admitted only with the unanimous consent of, and upon terms unanimously approved by, the Members.
- 6. In the event of the death, retirement, resignation, expulsion, withdrawal, bankruptcy or dissolution of a Member, or the occurrence of any other event which terminates the continued membership of a Member in the Company, the business of the Company shall be continued on approval of a majority of the remaining Members (other than the terminated Member and his successors-in-interest).
- 7. The management of the Company shall be reserved to the Members, the names and addresses of which are as follows:

Frank M. Wolff 1851 W. Colonial Drive Orlando, Florida 32804

Peter N. Hill 1851 W. Colonial Drive Orlando, Florida 32804

David R. McFarlin 1851 W. Colonial Drive Orlando, Florida 32804

Kenneth D. Herron, Jr. 1851 W. Colonial Drive Orlando, Florida 32804

IN WITNESS WHEREOF, the undersigned Member has made and subscribed these Articles of Organization this 14th day of October, 1998.

Peter N. Hill

STATEMENT OF ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent for the above referenced limited liability company, at the place designated in the foregoing Articles of Organization, I hereby accept such appointment and agree to act in such capacity. I further agree to comply with the provisions of all statutes relevant to the proper and complete performance of the duties of a registered agent. I am familiar with, and accept the duties and obligations of, Section 608.415 of the Florida Statutes.

REGISTERED AGENT:

Peter N. Hill

Date: October 14, 1998

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DIVISION OF CORPORATION

STATE OF FLORIDA

COUNTY OF ORANGE

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

BEFORE ME, the undersigned, personally appeared PETER N. HILL, a Member of WOLFF, HILL, McFARLIN & HERRON, L.L.C., a Florida limited liability company (hereinafter referred to as the "Company"), of Orange County, Florida, who upon being duly sworn, certified as follows:

- 1. The Company has at least one (1) Member.
- 2. The total amount of cash contributed by the Members of the Company is \$10,000.
- 3. No property other than cash is being contributed by the Members of the Company.
- 4. The total amount of cash and property contributed and anticipated to be contributed by Members of the Company is \$10,000.

FURTHER AFFIANT SAITH NOT.

PETER N. HILL

Sworn to and subscribed before me this 14th day of October, 1998, by PETER N. HILL, a Member or authorized representative of a Member of WOLFF, HILL, McFARLIN & HERRON, L.L.C., a Florida limited liability company. Said person (check one) is personally known to me, \Box produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or \Box produced other identification, to wit:

Print Name:

Notary Public, State of Florida

Commission No.:

My Commission Expires:

MARY V. BASSETT May Comm Exp. 10/23/98 Homeof by Service les

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