

Division of Corporations

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LIMITED LIABILITY COMPANY

BECKMAN - WILLIAMSON, L.L.C.

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ARTICLES OF ORGANIZATION

OF

BECKMAN - WILLIAMSON, L.L.C.,
a Florida limited liability company

The undersigned, being above the age of eighteen (18) years and competent to contract, for the purpose of organizing a limited liability company pursuant to the laws of the State of Florida, does hereby adopt the following Articles of Organization, and does hereby agree and certify as follows:

ARTICLE ONE - NAME

The name of the limited liability company shall be BECKMAN - WILLIAMSON, L.L.C. (the "Company").

ARTICLE TWO - COMMENCEMENT OF EXISTENCE

This Company shall commence existence on the date these Articles of Organization are accepted and filed with the Florida Department of State and shall continue until December 31, 2048, unless terminated earlier in accordance with the Regulations of the Company. Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a Member, the remaining members may continue the business of the Company upon written consent of the remaining members.

ARTICLE THREE - PRINCIPAL OFFICE AND MAILING ADDRESS

The initial principal office, mailing address, and street address of the Company shall be located at 101 North Brevard Avenue, Cocoa Beach, Florida 32931.

ARTICLE FOUR - INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Company shall be located at 101 North Brevard Avenue, Cocoa Beach, Florida and the initial registered agent of the Company at that address shall be OLIVER W. FOLLWEILER, III. The Company may change its registered agent or the location of its registered office, or both, from time to time without amendment to these Articles of Organization.

This document was prepared by:
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ARTICLE FIVE - PURPOSES AND GENERAL POWERS

5.1 The general purpose of the Company shall be the transaction of any and all lawful business. The Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, as the same now exists and as hereafter amended, and all such other powers as are permitted by applicable law, including, without limitation and only by illustration, the following:

- (a) to purchase, take, receive, lease or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated;
- (b) to sell, convey, mortgage, pledge, create security interests in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets;
- (c) to lend money for its purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (d) to purchase or otherwise acquire letters of intent, concessions, licenses, inventions, rights and privileges, subject to royalty or otherwise, and whether exclusive, non-exclusive, or limited, or any part interest in any of the foregoing, whether in the United States or in any other part of the world; to sell, let, or otherwise grant any patent rights, concessions, licenses, inventions, rights or privileges or any interest in any thereof; to register any patent or patents for any invention or inventions, or obtain exclusive or other privileges either in the United States or in any other part of the world; to manufacture and produce, and trade and deal in all machinery, plant, articles, appliances, and other things capable of being manufactured, produced or traded in by virtue of or in connection with any such letters, patents, concessions, licenses, inventions, rights or privileges or any interest in any thereof; to register any patent or patents for any invention or inventions, or obtain exclusive or other privileges either in the United States or in any other part of the world; to manufacture and produce, and trade and deal in all machinery, plant, articles, appliances, and other things capable of being manufactured, produced or traded in by virtue of or in connection with any such letters, patents, concessions, licenses, inventions, rights, or privileges as aforesaid;
- (e) to purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and

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otherwise sell and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, limited liability companies, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other governmental, state, territory, governmental district, or municipality or of any instrumentality thereof;

- (f) to aid in any manner any corporation, limited liability company, stock company, association, trust, trustee, government or governmental entity, or other person or entity whatsoever, whose stock, bonds, or other obligations or securities of any kind or character are held or are in any manner guaranteed by it, and to do any other acts or things for the preservation, protection or improvement or enhancement of the value of any property or rights or interests in property of any kind or character owned or held by it, and to do any acts or things, or refrain from doing any acts or things, designed for any such purpose;
- (g) to make contracts and guarantees and incur liabilities, borrow money at such rates of interest as its Members may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, assets, franchises, and income;
- (h) to enter into, make, receive assignments of, grant assignments of, and perform contracts of every nature and kind for any lawful purpose;
- (i) to conduct its business, carry on its operations, and have offices and exercise the powers granted by the Florida Limited Liability Company Act or by other applicable law within or without the State of Florida;
- (j) to elect or appoint Managing Members and Agents of the Company, define their duties, fix their compensation, and lend them money and credit;
- (k) to make and alter Regulations, not inconsistent with these Articles of Organization or with the laws of the State of Florida, for the administration and regulation of the affairs of the Company;
- (l) to promote, by all proper and legitimate agencies and means, education and educational institutions generally, and any and all charitable, religious, scientific and educational movements, purposes or causes; to make gifts and donations for the public welfare or for charitable, religious, scientific or educational purposes;

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- (m) to dedicate to the public or to any governmental entity or other entity whatsoever for any public or other purpose any of its real or personal property or any interest therein;
- (n) to transact any lawful business which its Members shall find will be in aid of governmental policy;
- (o) to pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its members, managing members, and employees and for any or all of its members, managing members, and employees of its affiliates;
- (p) to be a promoter, incorporator, general partner, limited partner, member, associate, or manager of any corporation, partnership, limited partnership, limited liability company, joint venture, trust, or other entity or enterprise;
- (q) cease its activities and surrender its Certificate of Organization;
- (r) sue or be sued, or complain or defend, in its name;
- (s) make contracts or guarantees, or incur liabilities, borrow money, issue its notes, bonds, or other obligations; secure any of its obligations by mortgage or pledge of all or any part of its property, franchises, and income; or make contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of a corporation the majority of the outstanding stock of which is owned directly or indirectly, by the contracting company; or make other contracts of guaranty and suretyship which are necessary or convenient to the conduct, promotion, or attainment of the business of the contracting company; and
- (t) to have and exercise all powers necessary or convenient to effect any or all of the purposes for which the Company is organized and to do any other act not inconsistent with law that furthers the business and affairs of the Company.

ARTICLE SIX - ADMISSION OF NEW MEMBERS

The Company shall admit new Members only upon the written approval of then existing Members owning at least a cumulative interest of seventy-five (75%) percent of the Company.

ARTICLE SEVEN - MANAGEMENT

The management of the business and affairs of the Company shall be reserved to its Members. The name and street address of the managing member is CHARLES A. SIKES, 3411 N.W. 27th Street, Gainesville, FL 32605.

ARTICLE EIGHT - AMENDMENT

The Company reserves the right to amend or repeal any provisions contained in these Articles of Organization, or any amendment hereto, and any right conferred upon the Members is subject to this reservation, which amendment or repeal shall only be effectuated by the unanimous written approval of all Members of the Company.

ARTICLE NINE - ADOPTION OF REGULATIONS

The Company shall adopt Regulations for the Company, which Regulations may contain any provisions for the regulation and management of the business and affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608 of the Florida Statutes.

ARTICLE TEN - HEADINGS AND CAPTIONS

The headings or captions of these various Articles of Organization are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various articles shall not be influenced by any of said headings or captions.

IN WITNESS WHEREOF, the undersigned Member does hereby make and file these Articles of Organization declaring and certifying that the facts stated herein are true, and hereby subscribes thereto and hereunto sets his hand and seal this 23rd day of October, 1998.


CHARLES A. SIKES

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DIVISION OF CORPORATIONS
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STATE OF FLORIDA
COUNTY OF Alachua

The foregoing instrument was acknowledged before me this 23 day of October, 1998 by CHARLES A. SIKES who is personally known to me or who did produce as identification.

Marie Harper
Print Name: MARIE HARPER
Notary Public, State of Florida

My Commission Expires: 8/30/2002



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MEMBER AFFIDAVIT

STATE OF FLORIDA
COUNTY OF Alachua

BEFORE ME, the undersigned authority duly authorized in the State and County aforesaid to take acknowledgments, personally appeared CHARLES A. SIKES (the "Affiant"), who after first being duly sworn, deposed, stated and certified the following:

1. That Affiant is a member of BECKMAN - WILLIAMSON, L.L.C., a to-be-formed Florida limited liability company (the "Company").
2. That the Company has at least one (1) Member.
3. That the Affiant, in connection with the filing of the Articles of Organization of the Company, hereby states and declares that to the best knowledge of Affiant, the amount of the capital contributions of the Members and the anticipated amount of the capital contributions of the Members are as follows:

| <u>Member</u> | <u>Amount of Capital Contributions</u> |
|---------------|--|
|---------------|--|

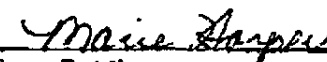
| | |
|------------------|---------------|
| Charles A. Sikes | \$ 250,000.00 |
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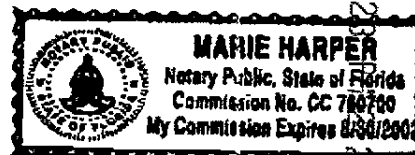
No property is being contributed.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief.


CHARLES A. SIKES

The foregoing instrument was acknowledged before me this 23rd day of October 1998 by CHARLES A. SIKES who is personally known to me or who did produce _____ as identification.


Notary Public
Name and Seal



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REGISTERED AGENT CERTIFICATE OF ACCEPTANCE

In compliance with Section 608.407(1)(d), Florida Statutes, the following is submitted:

BECKMAN - WILLIAMSON, L.L.C. (the "Company") desiring to organize as a domestic limited liability company or qualify under the laws of the State of Florida has named and designated OLIVER W. FOLLWEILER, III as its Registered Agent to accept service of process within the State of Florida with its registered office located at 101 North Brevard Avenue, Cocoa Beach, Florida 32931.

ACCEPTANCE

Having been named as Registered Agent for the Company at the place designated in this Certificate, I hereby agree to act in this capacity; and I am familiar with and accept the obligations of that position as set forth in Chapter 608, Florida Statutes, as the same may apply to the Company.

Dated this 15th day of December, 1998.


OLIVER W. FOLLWEILER, III, Registered
Agent

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