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ACCOUNT NO. : 072100000032

REFERENCE : 040208 7170173

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : November 20, 1998

ORDER TIME : 9:45 AM

ORDER NO. : 040208-015

CUSTOMER NO: 7170173

CUSTOMER: Robert W. Browning, Jr., Esq  
WALLACE, BROWNING & KRAWETZ  
WALLACE, BROWNING & KRAWETZ  
Suite 880  
1800 Second Street  
Sarasota, FL 34236

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-11/30/98--01032--010  
\*\*\*\*\*337.50 \*\*\*\*\*337.50

DOMESTIC FILING

NAME: HANNETT FAMILY, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

Name	MOH
Availability	MOH
Document Examiner	MOH
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Updater Verifier	MOH
Acknowledgement	MOH
vv. P. Verifier	MOH

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DIVISION OF CORPORATIONS  
98 NOV 30 AM 11:21

RECEIVED  
98 NOV 30 AM 10:40  
DIVISION OF CORPORATIONS

ARTICLES OF ORGANIZATION  
OF  
HANNETT FAMILY, LLC

The undersigned hereby submit these Articles of Organization for the purpose of forming a limited liability company under the laws of the State of Florida.

1. The name of the limited liability company is **HANNETT FAMILY, LLC**.
2. The mailing address and street address of the principal office of the company shall be 435 L'Ambiance Drive, Longboat Key, FL 34228.
3. The names and addresses of each organizer executing these Articles of Organization are:

John L. Hannett  
435 L'Ambiance Drive  
Longboat Key, FL 34228

4. The name and street address of the initial registered office of the limited liability company in the State of Florida is Robert W. Browning, Jr., 1800 Second St., Suite 880, Sarasota, FL 34236.

5. These articles will become effective on November 24, 1998, provided the Articles of Organization are filed within 5 business days after that date.

6. The latest date on which the limited liability company is to dissolve is October 15, 2028.

7. The limited liability company is to be managed by managers and the names and addresses of the managers who are to serve until the first annual meeting are as follows:

Gayle L. Hannett  
435 L'Ambiance Drive  
Longboat Key, FL 34228

John L. Hannett  
435 L'Ambiance Drive  
Longboat Key, FL 34228

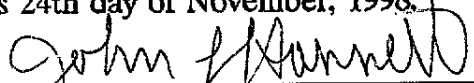
8. Except as provided in Florida statutes, the members of this limited liability company shall not be managers by virtue of their status as members.

9. The members shall have the right to transfer all or a portion of their interest to or otherwise admit a third party who is a parent, spouse, descendant, or descendant of the spouse of an existing member. No other party shall become a member without the written consent of the managers.

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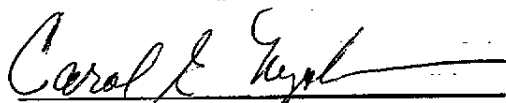
10. No person who is serving or who has served as a manager of the limited liability company shall be personally liable to the limited liability company or any of its members for monetary damages for breach of duty as a manager, except for liability with respect to (i) acts or omissions that the manager at the time of such breach knew were clearly in conflict with the interests of the limited liability company, (ii) any transaction from which the manager derived an improper personal benefit, or (iii) acts or omissions with respect to which the Florida Limited Liability Company Act does not permit the limitation of liability. As used herein, the term "improper personal benefit" does not include a manager's reasonable compensation or other reasonable incidental benefit for or on account of his service as a manager, employee, independent contractor, attorney or consultant of the limited liability company. No amendment or repeal of this article, nor the adoption of any provision to these Articles of Organization inconsistent with this article, shall eliminate or reduce the protection granted herein with respect to any matter that occurred prior to such amendment, repeal or adoption.

This 24th day of November, 1998.

  
\_\_\_\_\_  
John L. Hannett

STATE OF MICHIGAN  
COUNTY OF

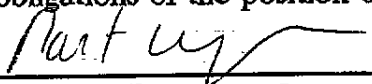
Sworn to and subscribed before me this 24th day of November, 1998 by John L. Hannett, who personally appeared before me and is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of Michigan  
CAROL E. NYSTROM

CAROL E. NYSTROM  
NOTARY PUBLIC - OAKLAND COUNTY, MI  
MY COMMISSION EXP 06/15/2001

### ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the Articles of Organization of Hannett Family, LLC, as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated limited liability company at the place designated in the Articles of Organization and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties and is familiar with and accepts the obligations of the position of registered agent.

  
\_\_\_\_\_  
Robert W. Browning, Jr.

## **AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION**

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The undersigned member of HANNETT FAMILY, LLC, deposes and states:

1. The above named limited liability company has at least two members.
2. The total amount of cash contributed by the members is \$ 1,000.00.
3. The value of property other than cash contributed by the members is \$ 0.00.
4. The total amount of cash or property anticipated to be contributed by the members is \$ 1000.00, which includes the amounts from 2 and 3 above.

FURTHER AFFIANT SAYETH NOT.

Signed this 24th day of November, 1998.

By: \_\_\_\_\_

*John L. Hannett*  
John L. Hannett

STATE OF MICHIGAN  
COUNTY OF \_\_\_\_\_

Sworn to and subscribed before me this 24th day of November, 1998 by John L. Hannett, who personally appeared before me and is personally known to me.

*Carol E. Nyström*  
\_\_\_\_\_  
Notary Public, State of Michigan  
*CAROL E. NYSTROM*

CAROL E. NYSTROM  
NOTARY PUBLIC - OAKLAND COUNTY, MI  
MY COMMISSION EXP 06/15/2001