L98000003271

Lance D. MacKenzie
Requestor's Name

7001 SW 24th Avenue
Address

Gainesville, Fl 32607 (352)332-9014
City/State/Zip Phone #

000002715820--3
-12/18/98--01051--017
****285.00 ****285.00

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

1. SC&G Financial Advisors, LLC (Corporation Name) (Document #)
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

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- [x] Pick up time ~~[illegible]~~
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- [x] Mail out
- [x] Will wait
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	NEW FILINGS
	Profit
	NonProfit
X	Limited Liability
	Domestication
	Other

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

Please Call when Ready! 385.4436.

MAIL-OUT.

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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CR2E031(1/95)

ARTICLES OF ORGANIZATION
OF
SC&G FINANCIAL ADVISORS, L.L.C.

I, the undersigned subscriber to these Articles of Organization, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a limited liability corporation under the laws of the State of Florida.

ARTICLE ONE

The name of the limited liability company shall be SC&G Financial Advisors, L.L.C. (the "Company").

ARTICLE TWO

The Company shall have perpetual existence commencing on the date of filing these Articles of Organization in the Office of the Secretary of State of the State of Florida.

ARTICLE THREE

The Company is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida. Additionally, the general nature of the business or businesses to be transacted shall be:

(a) To conduct, maintain, operate, and to do business in any activity within the purpose for which a limited liability company may be organized under the Florida Limited Liability Company Act.

(b) To own real and personal property, and to use, operate, maintain, remodel, improve, and generally deal with and in the same, and any appurtenances convenient, desirable, or necessary in the conduct and operation of the lawful business of the Company.

(c) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the Company, as determined by the Company's members in their discretion and consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the Company, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a limited liability company organized under the laws of the State of Florida.

ARTICLE FOUR

The principal place of business and the mailing address of the Company shall be 501 W. 19th Street, Panama City, Florida 32405 or such other place or places as the members from time to time may determine. The name and address of the initial registered agent of the Company shall be Milton Clark, 501 W. 19th Street, Panama City, Florida 32405.

ARTICLE FIVE

The initial amount of capital contributions to the Company will be no more than $10,000.00.

ARTICLE SIX

The Company will be managed by an executive committee of the members. The executive committee shall be elected by the members and shall consist of five (5) members.

The member's names and addresses are:

Name	Address
T. Michael Adkins	900 N. 12th Avenue Pensacola, FL 32501
Kathleen Aronson MGRM	34 Walter Martin Road Ft. Walton Beach, FL 32548
Nathan O. Botts	900 N. 12th Avenue Pensacola, FL 32501
Milton E. Clark MGRM	501 W. 19th Street Panama City, FL 32405
Curtis L. Chastain	501 W. 19th Street Panama City, FL 32405
Hardy N. Eubanks, III	900 N. 12th Avenue Pensacola, FL 32501
Jim L. Garner	5011 W. 19th Street Panama City, FL 32405

Charles F. Gund, Jr.	900 N. 12th Avenue Pensacola, FL 32501
Ted G. Gund	900 N. 12th Avenue Pensacola, FL 32501
Stephen F. Huggins MGRM	900 N. 12th Avenue Pensacola, FL 32501
Ronald E. Jackson MGRM	900 N. 12th Avenue Pensacola, FL 32501
Douglas R. Johnson	501 W. 19th Street Panama City, FL 32405
Harold L. Major MGRM	900 N. 12th Avenue Pensacola, FL 32501
Jerry K. Marler	501 W. 19th Street Panama City, FL 32405
James H. Speed	900 N. 12th Avenue Pensacola, FL 32501
David C. Tipton	501 W. 19th Street Panama City, FL 32405

The name and address of the organizer is:

Ronald E. Jackson
900 N. 12th Avenue
Pensacola, FL 32501

ARTICLE SEVEN

Each member must be a shareholder in Saltmarsh, Cleveland & Gund, P.A. Additional members may be admitted, at such times and on such terms and conditions, as the members unanimously may agree and consistent with the requirements of the Operating Agreement of the Company. A member's interest in the Company may only be sold, assigned or otherwise transferred consistent with the requirements of the Operating Agreement of the Company and only upon the unanimous consent of the members not proposing such sale, assignment or transfer.

ARTICLE EIGHT

The remaining members of the Company may continue the business of the Company upon the termination of membership of a member in the Company (by reason of death, retirement, resignation, expulsion, bankruptcy or dissolution of a member of the occurrence of any other event terminating membership in the Company) upon majority consent of such remaining members.

ARTICLE NINE

The members of the Company shall have the power to adopt, alter, amend or repeal the Operating Agreement (which may contain provisions for the regulation and management of the affairs of the Company that are not inconsistent with applicable law or these Articles of Organization).

ARTICLE TEN

These Articles of Organization may be amended by a vote of members representing seventy-five percent (75%) of the ownership interest in the Company (unless such provision to be amended requires a higher percentage vote in which event, such higher percentage vote shall be required to amend such provision). Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Organization.

ARTICLE ELEVEN

The Company shall have all of the powers enumerated in the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, the undersigned, as subscriber, has executed the foregoing Articles of Organization on this 16th day of December, 1998.

Ronald E. Jackson

Ronald E. Jackson

STATE OF FLORIDA
COUNTY OF Bay

The foregoing instrument was acknowledged before me this 16th day of December, 1998, by Ronald E. Jackson, who is personally known to me or has produced _______ as identification.

Notary Public, State of Florida At Large
My Commission Expires March 2, 2001
Commission No. CC625332

Patsy Richter
Notary Public

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 608.415, Florida Statutes, the following is submitted: That SC&G Financial Advisors, L.L.C., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 501 W. 19th Street, Panama City, Florida, has named Milton Clark whose business address is 501 W. 19th Street, Panama City, Florida 32405 as its agent to accept service of process within Florida.

By: Ronald [illegible]
Organizer

ACCEPTANCE:

Having been named to accept service of process for the above stated limited liability company, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

SC&G FINANCIAL ADVISORS, L.L.C.

By: Milton E Clark
Its: AGENT

Milton E Clark
Milton Clark

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of SC&G Financial Advisors, L.L.C. deposes and says under penalties of perjury as follows:

1. The above names professional limited liability company has at least two members.

2. The total amount of cash contributed by the member(s) is $ 200.00 .

3. The agreed value of property other than cash contributed or to be contributed by member(s) is $0.00.

4. The amount of cash or property anticipated to be contributed by member(s) is $ 0 .

5. The total amount of 2,3, and 4 is $ 200.00 .

The undersigned have read the foregoing and the facts alleged are true and correct to the best of my knowledge and belief.

Ronald E. Jackson