

# L98000003280



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REFERENCE : 071365 4732152

AUTHORIZATION : *Patricia Pujols*

COST LIMIT : \$ 337.50

ORDER DATE : December 18, 1998

ORDER TIME : 11:58 AM

ORDER NO. : 071365-005

CUSTOMER NO: 4732152

CUSTOMER: Ms. Beth E. Mangus  
GARTNER BROCK & SIMON  
GARTNER BROCK & SIMON  
Suite 203  
1660 Prudential Drive  
Jacksonville, FL 32207

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NAME: TRI-D, LC

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: Janna Wilson

EXAMINER'S INITIALS: \_\_\_\_\_

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**ARTICLES OF ORGANIZATION  
OF  
TRI-D, LC**

The undersigned, desiring to form a limited liability company under and pursuant to the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization.

**ARTICLE I  
NAME**

The name of the Limited Liability Company shall be Tri-D, LC.

**ARTICLE II  
ADDRESS**

The mailing address and street address of the principal office of the Limited Liability Company is: 4232 NW 6th Street, Suite 1B, Gainesville, Florida, 32609.

**ARTICLE III  
PURPOSE**

The purpose for which the Company is being formed is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
DURATION**

The period of duration for the Limited Liability Company shall commence on December 16, 1998, and shall continue perpetually, unless terminated: (i) in accordance with the Company's Regulations, (ii) by the unanimous written agreement of all Members, (iii) by the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member, or (iv) upon the occurrence of any other event which terminates the continued membership of a Member. However, upon any such termination event, the existence and business of the Company may be continued with the consent of a majority of the remaining Members of the Company, or by amendment of these Articles of Organization providing for the continued existence of the Company.

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**ARTICLE V  
MANAGEMENT**

The Company shall be conducted, carried on, and managed by no fewer than one (1) Manager, who shall be elected annually by the Members of the Company in the manner prescribed by and provided in the Regulations of the Company. Such Manager shall also have the rights and responsibilities described in the Regulations of the Company. The name and address of the initial Managing Member is as follows:

David H. Boeff  
4232 NW 6th Street, Suite 1B  
Gainesville, Florida, 32609

Such Manager shall serve in such capacity until the first annual meeting of the Members or until their successors are duly elected and qualified.

**ARTICLE VI  
ADMISSION OF ADDITIONAL MEMBERS**

Additional Members may be admitted upon the approval of a majority of the Members of the Company, upon the written application of such new Member, in the manner set forth in the Regulations of the Company.

**ARTICLE VII  
REGISTERED AGENT AND OFFICE**

The Company designates Gartner, Brock and Simon, 1660 Prudential Drive, Suite 203, Jacksonville, Florida, 32207, as the street address of the initial registered office of the Company and names Bert C. Simon, Esquire as the Company's initial registered agent at that address to accept service of process within this State.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 16th day of December, 1998.

  
\_\_\_\_\_  
David H. Boeff

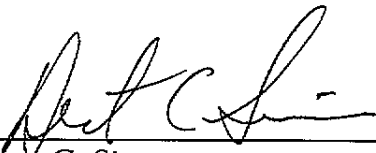
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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: Tri-D, LC.
2. The name and address of the registered agent and office is:

Bert C. Simon, Esquire  
Gartner, Brock and Simon  
1660 Prudential Drive, Suite 203  
Jacksonville, Florida 32207

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.

  
\_\_\_\_\_  
Bert C. Simon

Date: December 16, 1998

## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of Tri-D, LC, deposes and says:

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the members is \$100.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is \$-0-; (a description of the property is attached and made a part hereof)
- 4) the amount of cash or property anticipated to be contributed by member(s) is \$99,900.00.
- 5) the total amounts of 2, 3 and 4 is \$100,000.00.

  
\_\_\_\_\_  
David H. Boeff

(Signature of a Member or authorized representative of a Member)

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.