

# L990000000550

## HAHN, McCLURG, WATSON, GRIFFITH & BUSH, P.A.

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December 30, 1998

00789 - W98-379  
02746-00671

VIA FEDERAL EXPRESS

Division of Corporations  
REGISTRATION SECTION  
409 E. Gaines Street  
Tallahassee, FL 32399

000002728110--4  
-12/31/98--01060--012  
\*\*\*\*337.50 \*\*\*\*337.50

In re: Florala, LLC

Gentlemen:

Enclosed herein please find original Articles of Organization for FLORALA, LLC, a Florida limited liability company, together with a copy thereof.

Also enclosed herein please find check in the sum of \$337.50 representing:

- (a) Filing fee \$250.00;
- (b) Filing fee for Designation of Registered Agent \$35.00; and
- (c) Certified copy of Articles \$52.50

Please note the effective date of this company must be prior to January 1, 1999.

When the copy is certified, please return same to the undersigned at the address shown on the above letterhead.

Thank you.

/h

Enclosure

Name	Availability
Document Examiner	
Updater	
Updater Verifier	
Acknowledgement	
W. P. Verifier	

Very truly yours,

James P. Hahn

98 DEC 31 AM 11:40  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 7, 1999

JAMES P HAHN  
HAHN, MCCLURG, WATSON, GRIFFITH & BUSH,  
101 S. FLORIDA AVE., C.V. MCCLURG BLDG.  
LAKELAND, FL 33802-0038

SUBJECT: FLORALA, LLC  
Ref. Number: W99000000379

We have received your document for FLORALA, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 599A00000686

**ARTICLES OF ORGANIZATION FOR  
FLORALA, LLC**

a Florida limited liability company

**ARTICLE I**

The name of the Limited Liability Company is Florala, LLC.

**ARTICLE II**

The mailing address and street address of the principal office of the Limited Liability Company is:

Mailing Address:  
P.O. Box 807  
Lakeland, Florida 33802

Street Address:  
720 Kraft Road  
Lakeland, Florida 33815

**ARTICLE III**

The Limited Liability Company shall be authorized to transact any business and exercise any powers authorized by the laws of the State of Florida. The period of duration for the Limited Liability Company shall commence on January 1, 1999 and shall continue until terminated in accordance with the Limited Liability Company's Operating Agreement.

**ARTICLE IV**

The Limited Liability Company is to be managed by a manager or managers and the names and addresses of the initial managers, who shall serve until resignation, removal or replacement as provided in the Limited Liability Company's Operating Agreement, are:

Jack R. Harrell, Sr.  
Jack R. Harrell, Jr.  
William J. Fowler  
James T. Pursell  
David H. Pursell  
Arnold Cleghorn

P.O. Box 807 Lakeland, Florida 33802  
P.O. Box 807 Lakeland, Florida 33802  
P.O. Box 807, Lakeland, Florida 33802  
P.O. Box 1187, Sylacauga, Alabama 35150  
P.O. Box 1187, Sylacauga, Alabama 35150  
P.O. Box 1187, Sylacauga, Alabama 35150

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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## ARTICLE V

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be as set forth in the Limited Liability Company's Operating Agreement in Section 5.05(c): "Except as otherwise provided herein, no person shall be admitted to the company as a member without approval by an Act of the Members."

## ARTICLE VI

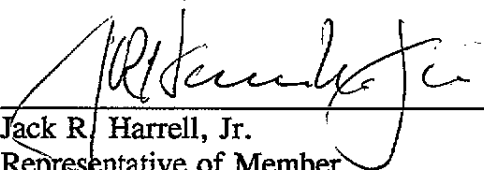
The right, if given, of the remaining members of the Limited Liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminate the continued membership of a member in the Limited Liability Company shall be as set forth in the Limited Liability Company's Operating Agreement.

## ARTICLE VII

An affidavit setting forth the following information is attached hereto:

- (1) the above named Limited Liability Company has at least one member;
- (2) the total amount of cash contributed by the members is \$1,000.00;
- (3) the agreed value of property other than cash contributed by the members is \$2,000.00. The property contributed by the members consists of a Manufacturing Agreement between the Limited Liability Company and Harrell's, Inc. and a Supply Agreement between the Limited Liability Company and Pursell Technologies, Inc.; and
- (4) the total amount of cash and property anticipated to be contributed by the members is \$3,000.00. This total includes the amounts from 2 and 3 above.

The undersigned representative of the original members of the Limited Liability Company certifies that this instrument constitutes the Articles of Organization of Florala, LLC. Executed by the undersigned at Lakeland, Florida on December 29, 1998.

  
\_\_\_\_\_  
Jack R. Harrell, Jr.  
Representative of Member

**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 TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

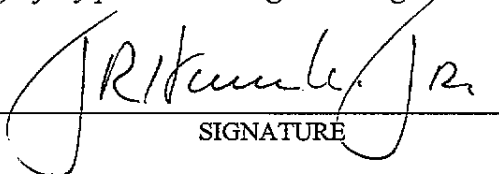
1. The name of the limited liability company is Florala, LLC .
2. The name and the Florida street address of the registered agent are:

Jack R. Harrell, Jr.  
Name

720 Kraft Road  
Florida street address (P.O. Box **NOT ACCEPTABLE**)

Lakeland, Florida 33815  
City, State and Zip

*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 obligation(s) of my position as registered agent.*

  
SIGNATURE

**Filing Fee: \$35 for Designation of Registered Agent**

STATE OF FLORIDA

COUNTY OF POLK

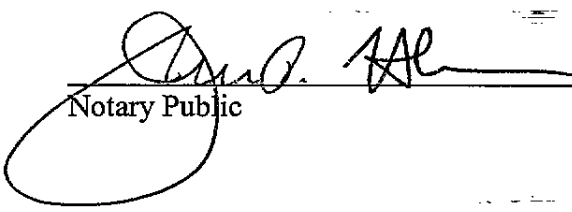
**AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

In compliance with Florida Statute § 608.407(2), the undersigned member or authorized representative of a member of Florala, LLC deposes and says:

1. The limited liability company identified above has at least two members.
2. The total amount of cash contributed by the members is \$1,000.
3. If any, the agreed value of property other than cash contributed by the members is \$2,000. The property contributed by the members consists of a Manufacturing Agreement between the Limited Liability Company and Harrell's, Inc. and a Supply Agreement between the Limited Liability Company and Pursell Technologies, Inc.
4. The total amount of cash or property anticipated to be contributed by the members is \$3,000. This total includes the amounts from 2 and 3 above.

  
JACK R. HARRELL, JR., Representative of Member

The foregoing instrument was acknowledged before me this 29th day of December, 1998, by Jack R. Harrell, Jr., representative of Harrell's, Inc., on behalf of Florala, LLC, a limited liability company. He is personally known to me or has produced as identification.

  
Notary Public

[Notary Seal]

My Commission Expires:



James P. Hahn  
My Commission CC740079  
Expires May 6, 2002