

CAPITAL CONNECTION, INC.

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SBDU, L.C.

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DIVISION OF CORPORATION

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Name	✓
Availability	✓
Document	✓
Examination	✓
Updater	✓
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Verifier	✓
Acknowledgement	✓
W. P. Verifier	✓

Signature

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Art of Inc. File
ETD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier

**AMENDED AND RESTATED ARTICLES OF ORGANIZATION
FOR FLORIDA
LIMITED LIABILITY COMPANY**

**ARTICLE I
NAME**

The name of the Limited Liability Company is:

SBDU, L.C.

**ARTICLE II
ADDRESS**

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

SBDU, L.C.
40001 Emerald Coast Parkway
Destin, Florida 32541

**ARTICLE III
DURATION**

The period of duration for the Limited Liability Company shall be perpetual.

**ARTICLE IV
MANAGEMENT**

The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is:

North Florida Consulting, Inc.
40001 Emerald Coast Parkway
Destin, Florida 32541

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**ARTICLE V
ADMISSION OF ADDITIONAL MEMBERS**

No additional members shall be admitted to the company except with the unanimous written consent of all the members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

**ARTICLE VI
MEMBERS RIGHTS TO CONTINUE BUSINESS**

The company shall not be dissolved on the death, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued membership of a member in the company, provided there is at least one remaining member.

**ARTICLE VII
DATE OF FILING**

The Articles of Organization were initially filed on February 3, 1999. These Amended and Restated Articles of Organization correct typographical errors and clarifies the relationship of the non-member Manager.

**ARTICLE VIII
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned non-member Manager, as the authorized representative of the members of SBDU, L.C. deposes and says:

1. the above named limited liability company has at least one member;
2. the total amount of cash contributed by the member(s) is \$ 600.00;
3. if any, the agreed value of property other than cash contributed by member(s) is (A description of the property is attached and made a party hereto); and \$ _____;
4. the total amount of cash and property contributed and anticipated to be contributed by member(s) is \$ 600.00;

SBDU, L.C.

By its Manager, North Florida Consulting, Inc.
Edward T. Johnson, President

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**AMENDED 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:

SBDU, L.C.

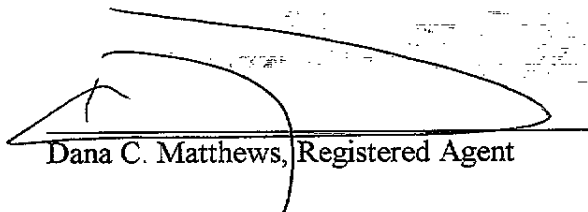
2. The name and Florida street address of the registered agent are:

**Dana C. Matthews, Esq.
Matthews & Hawkins, P.A.
607 Highway 98 East
Destin, Florida 32541**

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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.

DATED this 10th day of February, 1999.


Dana C. Matthews, Registered Agent

This instrument prepared by:

Matthews & Hawkins, P.A.
607 Highway 98 East
Destin, Florida 32541