



L99 0000000674

ACCOUNT NO. : 072100000032

REFERENCE : 126654 80913A

AUTHORIZATION :

COST LIMIT : \$ ~~337.50~~ *Prepaid*

ORDER DATE : February 8, 1999

ORDER TIME : 10:17 AM

ORDER NO. : 126654-005

CUSTOMER NO: 80913A

CUSTOMER: James D. Salter, Esq
SALTER FEIBER YENSER & MURPHY
SALTER FEIBER YENSER & MURPHY
703 Northeast 1st Street

Gainesville, FL 32601

DOMESTIC FILING

NAME: CB OF GAINESVILLE, L.L.C.

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: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 PM 1:33

400002767534--3
-02/08/99--01083--002
****337.50 ****337.50

L99-674

Name	<i>28</i>
Availability	<i>28</i>
Document	<i>28</i>
Examiner	<i>28</i>
Updater	<i>28</i>
Verifier	<i>28</i>
Acknowledgment	<i>28</i>
W. F. Verifier	<i>28</i>

99 FEB 8 PM 1:33
INCORPORATION

*Original***ARTICLES OF ORGANIZATION**

The undersigned, being a duly authorized member, desiring to form a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, does hereby adopt the following Articles of Organization:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB - 8 AM 11:33

ARTICLE I: NAME

The name of the limited liability company is **CB OF GAINESVILLE, L.L.C.** (The "Company").

ARTICLE II: ADDRESS

The Company's mailing address and street address of the principal office of the Company is:

2306 S.W. 13th Street
Gainesville, FL 32608

ARTICLE III: DURATION

The period of the Company's duration shall be perpetual, unless terminated in accordance with the Company's regulations.

ARTICLE IV: PURPOSE

The purpose of 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 V: REGISTERED OFFICE AND OFFICE

The Company designates 2306 S.W. 13th Street, Gainesville, Florida 32608, as the street address of the initial registered office of the Company and name is Deborah Butler the Company's initial registered agent at that address to accept service of process within this state.

ARTICLE VI: ADDITIONAL MEMBERS

Additional Members may be admitted upon the approval of all of the Members of the Company.

ARTICLE VII: MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event that terminates the continued membership of a member in the Company will be as provided in the Regulations of the Company.

ARTICLE VIII: MANAGEMENT

The Company will be conducted, carried on, and managed by no less than one (1) manager, as provided in the Regulations of the Company. The Manager will also have the rights and responsibilities described in the Regulations of the Company. The name and address of the Initial Manager is as follows:

S. Clark Butler
2306 S.W. 13th Street
Gainesville, FL 32608

ARTICLE IX: REGULATIONS

The Power to adopt, alter, amend, or repeal the Regulations of the Company will be vested in the members of the Company.

Dated this 5 Day of February, 1999.


DEBORAH BUTLER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB - 8 PM 1:33

**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, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is CB of Gainesville, L.L.C.
2. The name and address of the registered agent and office is Deborah Butler
S.W. 13th Street, Gainesville, Florida 3208.

Dated this 5 day of February, 1999.


DEBORAH BUTLER

Having been named to accept service of process for the limited liability company named above, at the place designated in this certificate, I hereby agree to the appointment as registered agent and agree to act in that 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.


DEBORAH BUTLER, Registered Agent

Date

2-5-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 PM 1:33

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned, DEBORAH BUTLER, a member of CB of Gainesville, L.L.C., deposes and says:

1. Deborah Butler is a member of CB of Gainesville, L.L.C., a Florida limited liability company (the "Company");
2. The Company has two initial members; and
3. The total amount of cash contributed by the members is \$2,900,000.00. The members anticipate no additional contributions.


DEBORAH BUTLER

State of Florida
County of Alachua

The foregoing instrument was acknowledged before me this 5 day of February, 1999, by Deborah Butler, a member of CB of Gainesville, L.L.C., a Florida limited liability company. Deborah Butler is (☒) personally known to me or (☐) has produced _____ as identification.


Notary Public, State of Florida



Kimberly McArdle
MY COMMISSION # CC782838 EXPIRES
October 13, 2002
BONDED BY TROY FAIR INSURANCE, INC.



Kimberly McArdle
MY COMMISSION # CC782838 EXPIRES
October 13, 2002
BONDED BY TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB -8 PM 1:33