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ACCOUNT NO. : 072100000032

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AUTHORIZATION :

COST LIMIT : \$ PREPAID

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ORDER DATE : February 26, 1999

ORDER TIME : 11:47 AM

ORDER NO. : 149928-005

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-02/26/99--01077--007  
\*\*\*\*285.00 \*\*\*\*285.00

CUSTOMER NO: 82475A

CUSTOMER: Edgar M. Dunn, Jr., Esq  
DUNN ABRAHAM & SWAIN  
DUNN ABRAHAM & SWAIN  
347 South Ridgewood Avenue

Daytona Beach, FL 32114

DOMESTIC FILING

NAME: MCCOLLUM ENTERPRISES, L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: James Guy

EXAMINER'S INITIALS:

L99-1096

Name	De 224
Availability	
Document	De
Examiner	De
Director	De
Secretary	De
Verifier	De
Acknowledgment	
W. P. Verifier	De

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LAW OFFICES  
**DUNN, ABRAHAM & SWAIN**

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS

347 SOUTH RIDGEWOOD AVENUE

DAYTONA BEACH, FLORIDA 32114

E-MAIL: Dunn.Swain@worldnet.att.net

TELEPHONE (904) 258-1222

TELEFAX (904) 255-8521

EDGAR M. DUNN, JR., P.A.  
ROBERT ABRAHAM, P.A.  
CATHERINE G. SWAIN, P.A.  
SUZANNE A. NOVAK

February 25, 1999

Florida Department of State  
Division of Corporations  
Domestic Filing Section  
409 East Gaines Street  
Tallahassee, Florida 32301

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Re: McCollum Enterprises, L.C.  
Our File No. R3243-1

Dear Ladies and Gentlemen:

Enclosed are:

- (a) Original of the Articles of Organization of McCollum Enterprises, L.C..
- (b) Our firm's check, made payable to the "Florida Department of State", in the amount of \$285.00 to cover filing the Articles of Organization.

The Articles of Organization are delivered to the Florida Department of State for filing, in accordance with the Florida Business Corporation Act. Please file the Articles and issue a certificate of incorporation effective as of the date shown in the Articles.

If you have any questions about these documents, please call the undersigned attorney.

Sincerely,

  
Edgar M. Dunn, Jr.

EMD:chs  
Enclosures  
c: McCollum Enterprises, L.C.  
[R/3243-1] LLC Letters

**ARTICLES OF ORGANIZATION**  
**OF**  
**McCOLLUM ENTERPRISES, L.C.**

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The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, hereby make, acknowledge, and cause to be filed with the Florida Department of State the following articles of organization [the "Articles"].

**ARTICLE I.**  
**(Name of Company)**

The name of the limited liability company shall be **McCollum Enterprises, L.C.** [the "Company"].

**ARTICLE II**  
**(Mailing and Street Address of Principal Office)**

The mailing address and street address of the principal office of the Company shall be 3736 Paige Street, Post Office Box 290337, Port Orange, Florida 32129.

**ARTICLE III**  
**(Duration of Corporate Existence)**

The Company shall commence its existence on the date these Articles are filed by the Florida Department of State. The Company's existence shall be perpetual unless the Company is earlier dissolved as provided in these Articles.

**ARTICLE IV**

**(Registered Office and Agent of Company)**

The name and street address of the registered agent of the Company in the State of Florida is Edgar M. Dunn, Jr., 347 South Ridgewood Avenue, Daytona Beach, Florida 32114.

**ARTICLE V**  
**(Capital Contributions)**

The members of the Company shall contribute to the capital of the Company the cash or property set forth in Schedule of Member Initial Contributions that is attached to these Articles as Exhibit "A".

**ARTICLE VI**  
**(Additional Capital Contributions)**

From time to time, each member shall make additional capital contributions to the Company. These additional contributions shall be made in accordance with the written demand or call issued by not less than a majority in interest of the members of the Company. As used in these Articles, the phrase "majority in interest of the members" means fifty percent plus one of the interest of the members allocated in proportion to their net capital contributions to the Company as provided in section 608.422, Florida Statutes.

**ARTICLE VII**  
**(Admission of New Members)**

No additional members shall be admitted to the Company except with the written consent of a majority in interest of the members of the Company and only then upon such terms and conditions as may be determined by such majority group of members. A member may transfer his or her interest in the Company as set forth in the by-laws or regulations of the Company, but the transferee shall have no right to participate in the management of the business

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and affairs of the Company or become a member of the Company unless such transferee is otherwise authorized by a majority in interest of the members of the Company.

**ARTICLE VIII**  
**(Continuation of Company's Business By Consent)**

The Company shall be dissolved upon 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, unless the business of the Company is continued by the consent of a majority in interest of the members of the Company, and only if there are at least two individual members of the Company remaining.

**ARTICLE IX**  
**(Management of Company's Affairs)**

The management of the Company shall be vested in the members in proportion to their respective contribution to the Company's capital. The members shall manage the Company in accordance with these Articles and regulations or bylaws for the management of the business and affairs of the Company, adopted and amended, from time to time, by the members. The regulations or bylaws may contain any provisions for the regulation and management of the affairs of the Company that are not inconsistent with law or these Articles. The names and addresses of the members of the Company are:

**Name of Member**

**Address of Member**

Barbara G. Samolinski


Post Office Box 290337  
Port Orange, Florida 32129

Sarah G. Simon

Post Office Box 290337  
Port Orange, Florida 32129

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IN WITNESS WHEREOF, the undersigned organizer and member has executed these Articles at Daytona Beach, Florida, on February 25, 1999.

  
BARBARA G. SAMOLINSKI  
a member

[the "Organizer"]

**ACKNOWLEDGEMENT OF EXECUTION OF ARTICLES**


STATE OF FLORIDA  
COUNTY OF VOLUSIA

The execution of the Articles of Organization was acknowledged before me by BARBARA G. SAMOLINSKI, who is known to me, as a member and the Organizer of McCollum Enterprises, L.C., a Florida limited liability company, on February 25, 1999.



Carol H. Smith  
MY COMMISSION # CC625278 EXPIRES  
May 23, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.

(Notary's Public Seal)

  
Notary Public, State of Florida  
Carol H. Smith  
Typewritten Name

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## SCHEDULE OF MEMBERS' INITIAL CONTRIBUTIONS

The below-named members of McCollum Enterprises, L.C. made initial contributions to the capital of the Company on the dates and in the amounts indicated as follows:

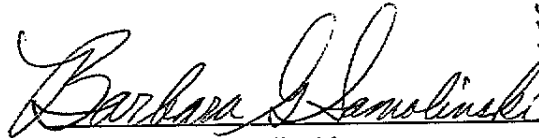
<u>Name of Member</u>	<u>Amount of Contribution</u>
Barbara G. Samolinski	\$10,000.00
Sarah G Simon	\$100.00
Total	\$10,100.00

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## AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member (or authorized representative of a member) of  
McCollum Enterprises, L.C. states under oath as follows:

1. My name is BARBARA G. SAMOLINSKI, and I am a member of  
McCollum Enterprises, L.C. [the "Company"].
2. The Company has two members.
3. The total amount of the cash contributed by the members of the Company  
is \$ 10,100.00.
4. The agreed value of property (other than cash) contributed by a member or  
members of the company is \$-0-. A description of the property is attached hereto and made a part  
hereof.
5. The total amount of the cash or property anticipated to be contributed by  
the members of the Company is \$10,100.00. This total includes amounts from paragraphs 3 and  
4 above.



Barbara G. Samolinski

(the "Affiant")

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STATE OF FLORIDA  
COUNTY OF VOLUSIA

SWORN TO OR AFFIRMED and subscribed by BARBARA G. SAMOLINSKI,  
who is personally known to me, on the February 25, 1999.



Carol H. Smith  
MY COMMISSION # CC825278 EXPIRES  
May 23, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.



Notary Public, State of Florida

Carol H. Smith

(Notary's Public Seal)


[R/3243-1]LLC Package



## ACCEPTANCE OF REGISTERED AGENT

I, **EDGAR M. DUNN, JR.**, being the person named in the Articles of Organization of McCollum Enterprises, L.C. as the Registered Agent of this limited liability company, hereby consent to accept service of process for the Company at the place designated in the Articles of Organization, and do hereby accept the appointment as Registered Agent and agree to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties imposed by law on me, and to become familiar with and accept the obligations of the position of Registered Agent.

**DATED** as of February 25, 1999.

  
EDGAR M. DUNN, JR.

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