



L99000001761

ACCOUNT NO. : 072100000032

REFERENCE : 185830 4307842

AUTHORIZATION :

*Patricia Rojas*

COST LIMIT : \$ 337.50

ORDER DATE : March 29, 1999

ORDER TIME : 9:38 AM

ORDER NO. : 185830-005

CUSTOMER NO: 4307842

CUSTOMER: Mr. John D. Milton, Jr.  
MARTIN ADE BIRCHFIELD &  
MARTIN ADE BIRCHFIELD &  
One Independent Dr., Ste 3000  
Post Office Box 59  
Jacksonville, FL 32201

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40000282144-9

DOMESTIC FILING

NAME: RAY DISTRIBUTING COMPANY,  
L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF ORGANIZATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria Stephens

EXAMINER'S INITIALS:

L99-1761  
3-29  
W. F. Vestryer

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ARTICLES OF ORGANIZATION  
OF  
RAY DISTRIBUTING COMPANY, L. L. C.

ARTICLE I  
NAME

The name of the limited liability company is Ray Distributing Company, L.L.C.  
(the "Limited Liability Company").

ARTICLE II  
EXISTENCE AND DURATION

The existence of the Limited Liability Company shall commence on filing of these  
Articles of Organization and its existence shall be perpetual unless it is earlier dissolved  
as provided in its Operating Agreement or by operation of the Florida Limited Liability  
Company Act.

ARTICLE III  
BUSINESS AND MAILING ADDRESS

The initial street address and mailing address of the Limited Liability Company  
is 2406 Harper Street, Jacksonville, Florida 32204.

ARTICLE IV  
REGISTERED OFFICE AND AGENT

The name of the initial registered agent of the Limited Liability Company in the  
state of Florida is James D. Francis. The registered office of the initial registered agent in  
the state of Florida is located at 2406 Harper Street, Jacksonville, Florida 32204.

**ARTICLE V**  
**MANAGEMENT**

The management of the Limited Liability Company is reserved to its members.

The name and address of the initial member of the Limited Liability Company is:

Ray Distributing Company  
2406 Harper Street  
Jacksonville, Florida 32204

**ARTICLE VI**  
**ADMISSION OF ADDITIONAL MEMBERS**

The members of the Limited Liability Company shall have the right to admit additional members on the unanimous consent of the members.

**ARTICLE VII**  
**CONTINUATION OF LIMITED LIABILITY COMPANY**

The remaining members of the Limited Liability Company shall have the right to continue the business in the event of the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member on such terms and conditions as the members may agree.

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**ARTICLE VIII**  
**OPERATING AGREEMENT**

An Operating Agreement of the Limited Liability Company may from time to time, as may be necessary, be adopted, repealed, amended or altered, or a new Operating Agreement adopted, by the members of the Limited Liability Company.

IN WITNESS WHEREOF, the undersigned, on behalf of the Organizing Member, has made and subscribed to these Articles of Organization this \_\_\_\_ day of March, 1999.

RAY DISTRIBUTING COMPANY

By: \_\_\_\_\_

  
James D. Francis  
Its Vice President

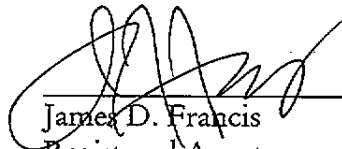
"ORGANIZING MEMBER"

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CERTIFICATE OF ACCEPTANCE OF DESIGNATION OF  
REGISTERED AGENT OF  
RAY DISTRIBUTING COMPANY, L. L. C.

Pursuant to Section 608.415 of the Florida Limited Liability Company Act, the undersigned, having been designated as the initial Registered Agent for the service of process within the state of Florida upon RAY DISTRIBUTING COMPANY, L.L.C., a limited liability company organized under the laws of the state of Florida, does hereby accept the appointment as such Registered Agent for the above-named limited liability company, and does hereby agree to comply with the provisions of the Florida Limited Liability Company Act and the general laws of the state of Florida relative to keeping open the Registered Office, which Registered Office is located at 2406 Harper Street, Jacksonville, Florida 32204.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this \_\_\_\_\_ day of March, 1999.

  
\_\_\_\_\_  
James D. Francis  
Registered Agent

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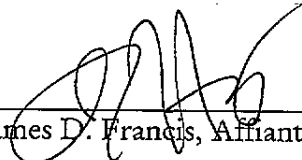
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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA  
COUNTY OF DUVAL


BEFORE ME, the undersigned authority, on this day personally appeared James D. Francis, known to me to be the person who subscribed his name below, who after having first been duly sworn by me, deposes and says:

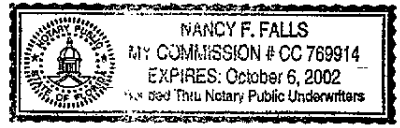
- 1. Affiant is the duly elected Vice President of Ray Distributing Company, which corporation is a member of Ray Distributing Company, L. L. C. (the "Limited Liability Company") and has personal knowledge of the matters set forth herein.
- 2. The Limited Liability Company has at least one member.
- 3. The members of the Limited Liability Company shall contribute cash in an amount equal to \$5,000.00 to the Limited Liability Company. The members of the Limited Liability Company shall not contribute any personal property other than cash to the Limited Liability Company. The total amount of cash and agreed value of property to be contributed by the members to the Limited Liability Company is \$5,000.00.
- 5. The members do not anticipate any additional capital contributions to the Limited Liability Company.

  
James D. Francis, Affiant

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The foregoing instrument was sworn to and subscribed before me this 27 day of March, 1999, by James D. Francis, who is () personally known to me or who () has produced \_\_\_\_\_ as identification.

  
Notary Public, State of Florida  
Printed: Nancy F. Falls  
My Commission expires:  
Commission No.:  
(NOTARIAL SEAL)



**RAY DISTRIBUTING COMPANY**  
2406 Harper Street  
Jacksonville, Florida 32204

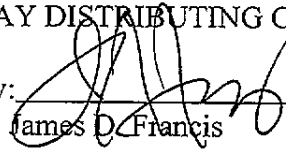
**CONSENT TO USE OF SIMILAR NAME**

To: Secretary of State, Florida  
904 East Gaines Street  
Tallahassee, Florida 32399

The undersigned, James D. Francis, as Vice President of Ray Distributing Company, a Florida corporation, hereby consents to the formation of a Florida limited liability company to be known as Ray Distributing Company, L.L.C. and to the use of such name in its trade or business.

IN WITNESS WHEREOF, the undersigned has executed this Consent effective this \_\_\_\_\_ day of March, 1999.

RAY DISTRIBUTING COMPANY

By:   
James D. Francis  
Vice President

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