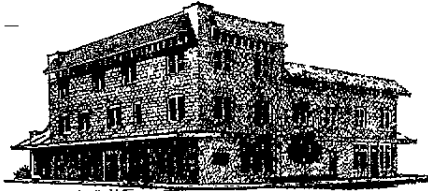


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HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.  
ATTORNEYS AT LAW  
1206 Manatee Avenue West  
Bradenton, Florida 34205-7504  
(941) 746-1167

LARRY R. CHULOCK  
ANNE SHEFFLER DOUGLASS  
GEORGE H. HARRISON  
G. JOSEPH HARRISON  
THOMAS W. HARRISON  
ROBERT W. HENDRICKSON, III  
W. NELSON KIRKLAND



Please Reply To:  
Post Office Box 400  
Bradenton, Florida 34206-0400  
Fax: (941) 746-9229

February 3, 1999

Florida Department of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

200002767482--7  
-02/08/99--01078--004  
\*\*\*\*285.00 \*\*\*\*285.00

Re: ARTICLES OF ORGANIZATION FOR PINNACLE TITLE OF FLORIDA, L.C.

Dear Sirs:

Enclosed herewith for filing with the Secretary of State are Articles of Organization for Pinnacle Title of Florida, L.C. (in duplicate) with our firm's check made payable to the Department of State for \$285.00 which includes \$35.00 for designation of Agent.

As soon as the Articles have been filed, please return the document to me.

Very truly yours,

HARRISON, HENDRICKSON, DOUGLASS  
& KIRKLAND, P.A.

*G. Joseph Harrison*  
G. Joseph Harrison

This letter was dictated by Mr. Harrison and signed in his absence without his review to prevent delay in mailing

*(1) name not available*  
*(2) affidavit*

Name	3/31/99
Availability	due
Document Examiner	DCC
Updater	GJH:jd
Enclosures	ncc
Updater	H:\j-davis\Ltrs\Articles of Organization.doc
Verifier	nc
Act. no. lodgement	DCC
W. P. Verifier	DCC

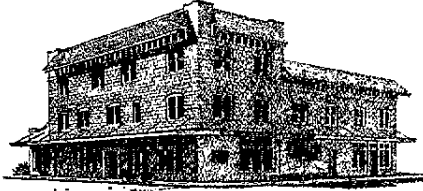
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L990000003990  
10 pages

**HARRISON, HENDRICKSON, DOUGLASS & KIRKLAND, P.A.**

ATTORNEYS AT LAW  
1206 Manatee Avenue West  
Bradenton, Florida 34205-7504  
(941) 746-1167

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G. JOSEPH HARRISON  
THOMAS W. HARRISON  
ROBERT W. HENDRICKSON, III  
W. NELSON KIRKLAND  
WESTON F. SMITH



Please Reply To:  
Post Office Box 400  
Bradenton, Florida 34206-0400

Fax: (941) 746-9229

March 26, 1999

Diane Cushing, Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Letter Number: 799A00007104

Dear Ms. Cushing:

Enclosed herewith please find the referenced letter together with the document for PINNACLE TITLE OF FLORIDA, L.C. which is unavailable. Thank you for your assistance on the telephone today regarding a change in the original which appears on Page 3 entitled Article VIII, Management of Business.

I am enclosing one complete set using the original signatures on pages 5-6 and adding page 7 which is the Affidavit. Please remove pages 5-6 from the original set that you are holding and place them into the duplicate set enclosed for filing which indicates where pages 5-6 should be placed. This duplicate set now has the additional page 7 which is the Affidavit.

Again, thank you for your help.

Very truly yours,

HARRISON, HENDRICKSON, DOUGLASS  
& KIRKLAND, P.A.

Jeanne Davis, Secretary to  
G. Joseph Harrison

GJH:jd  
Enclosures



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

February 17, 1999

G. JOSEPH HARRISON  
HARRISON HENDRICKSON DOUGLASS & KIRKLAND  
P.O. BOX 400  
BRADENTON, FL 34206-0400

SUBJECT: PINNACLE TITLE OF FLORIDA, L.C.  
Ref. Number: W99000003990

We have received your document for PINNACLE TITLE OF FLORIDA, L.C. and your check(s) totaling \$285.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your limited liability company name is unavailable, pursuant to section 608.406(4), Florida Statutes. Since it is not distinguishable from the name of an existing entity. Please select a new name and make the substitution in all appropriate places. One or more words must be added to make the name distinguishable from the one presently on file.

An affidavit is required pursuant to section 608.407(2), Florida Statutes, declaring the following: (1) the limited liability company has at least one member; (2) the actual amount of cash contributions; (3) the agreed value and a description of any property other than cash contributed; and (4) the total amount of cash or property anticipated to be contributed by the members.

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) 487-6913.

Diane Cushing  
Corporate Specialist

Letter Number: 799A00007104

FILED  
99 MAR 31 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**FOR**  
**SUN PINNACLE TITLE OF FLORIDA, L.C.**

The undersigned, acting as the organizer of a Limited Liability Company to be formed under the Florida Limited Liability Company Act, as Amended (the "Act"), hereby forms a Florida Limited Liability Company (the "Company") pursuant to the Act, and hereby sets forth the following Articles of Organization (the "Articles"):

**ARTICLE I**

**Name**

The name of the Company is Sun Pinnacle Title of Florida, L.C.

**ARTICLE II**

**Commencement Date and Duration**

The Company's existence shall commence on the date these Articles are filed with the Florida Department of State, and shall continue until January 1, 2030 from the commencement date, or until dissolved by its Members in accordance with Section 608.441 of the Act, or the provisions of these Articles. Subject to the foregoing, the Company shall be dissolved on the happening of any of the following events:

1. Expiration of the term specified above;
2. Withdrawal, retirement, death, resignation, bankruptcy, dissolution, or expulsion of any member, unless the business of the Company is continued by the consent of the remaining members; or
3. By unanimous written agreement of all of the members.

### **ARTICLE III**

#### **Purposes**

The Company is created for the purpose of engaging in all lawful businesses authorized for a Limited Liability Company pursuant to Section 608.403 of the Act, including without limitation the acquisition, disposition, purchase, lease, encumbrance, financing, marketing, promoting, improving, developing, managing, selling, buying, and otherwise dealing with real and personal property and all such other activities incidental or useful to the foregoing.

### **ARTICLE IV**

#### **Principal Office**

The mailing address and the street address for the principal office of the Company shall be 1206 Manatee Avenue West, Bradenton, Florida 34205.

### **ARTICLE V**

#### **Registered Agent and Office**

The initial registered agent for the Company shall be G. Joseph Harrison and the address of the registered agent for service of process shall be 1206 Manatee Avenue West, Bradenton, Florida 34205.

### **ARTICLE VI**

#### **Admission of Additional Members**

The initial members of the Company shall be set forth in the Regulations adopted by the members. Additional members may be admitted by the unanimous consent of the members.

### **ARTICLE VII**

#### **Continuation of Business**

The members may continue the business of the Company upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of any member, or upon the occurrence of any other event which terminates the continued membership of a member of the Company.

## ARTICLE VIII

### Management of Business

The management of the Company is reserved to the members in their capacity as members, and the names and addresses of the managing members are as follows:

<u>Name</u>	<u>Address</u>
Harrison, Hendrickson, Douglass & Kirkland, P.A.	1206 Manatee Avenue West, Bradenton, Florida 34205
Stanford Management Group, Inc.	351 6 <sup>th</sup> Avenue West, Bradenton, Florida 34205

## ARTICLE IX

### Powers

The Company shall have all of the powers and authority set forth in Section 608.404 of the Act.

## ARTICLE X

### Property

(a) Ownership. All property originally paid or transferred to the Company as contributions to capital by the members, or subsequently acquired by purchase or otherwise on account of the Company, shall be the property of the Company.

(b) Title. The title to all property of the Company shall be held in the name of the Company.

(c) Conveyances. The managing members are hereby authorized to convey and obtain title to all real and personal property of whatever nature by the execution on behalf of the Company of any and all agreements, deeds, mortgages, trust agreements, indentures, leases, conveyance documents, and all other certificates, instruments, and documents as are necessary, reasonable, or desirable to obtain title or convey title to any real or personal property whatsoever. Such execution

shall be made by a majority of the managing members if there is more than one. The signature and execution of such documents shall clearly set forth that the execution is on behalf of the Company, and that the managing member is signing on behalf of the Company. No third party need inquire any further than these Articles of Organization for authorization as to the form of conveyance on documents for title to real or personal property.

## **ARTICLE XI**

### **Amendments**

These Articles may be amended or restated at any time by the vote of a majority in interest of the members, and such amendment or restatement shall be filed with the Florida Department of State in accordance with the provisions of Section 608.411 of the Act.

## **ARTICLE XII**

### **Regulations**

Regulations shall be prepared and adopted to govern the internal affairs of the Company containing such provisions as the members consider necessary, reasonable, or desirable, except that no provision of such Regulations may conflict with the provisions of these Articles unless permitted herein. The power to adopt, alter, amend, or repeal the Regulations shall be set forth in the Regulations, except that the initial form shall be approved by all of the members.

## **ARTICLE XIII**

### **Contracting Debts**

No debt shall be contracted nor liability incurred by or on behalf of the Company except by its member managers, and no member is authorized or empowered to contract debts or incur liabilities on behalf of the Company unless such member is also a manager.

**IN WITNESS WHEREOF**, the undersigned organizer of Sun Pinnacle Title of Florida,  
L.C.

has executed these Articles of Organization this 27th day of December, 1998.

HARRISON, HENDRICKSON, DOUGLASS  
& KIRKLAND

By: George H. Harrison  
GEORGE H. HARRISON, President

FILED  
99 MAR 31 PM 3:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STANFORD MANAGEMENT GROUP, INC.

By: John S. Newsome  
JOHN S. NEWSOME, President

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 22nd day of December, 1998, by GEORGE H. HARRISON ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.



JEANNINE L. DAVIS  
Notary Public, State of Florida  
My comm. expires Dec. 1, 2001  
Comm. No. CC699436

Jeannine L. Davis  
Signature of Notary

Jeannine L. Davis  
Printed or Stamped

My commission expires:

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 27 day of December, 1998, by JOHN S. NEWSOME ☒ who is personally known to me or ☐ who has produced \_\_\_\_\_ as identification and who did (did not) take an oath.

Kathleen Allora  
Signature of Notary

Kathleen Allora  
Printed or Stamped

My commission expires:

H:\j-davis\Corp\ARTICLES.LLC.doc

NOTARY PUBLIC - STATE OF FLORIDA  
KATHLEEN ALLORA  
COMMISSION # CC708114  
EXPIRES 1/1/2002  
BONDED THRU ASA 1-888-NOTARY1



CERTIFICATE OF DESIGNATION  
AND ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been named Registered Agent and designated to accept service of process for the above-stated Limited Liability Company pursuant to the provisions of Section 608.415, Florida Statutes, at the place designated herein, hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of registered agent, and acknowledges familiarity with, and accepts, the obligations of that position.

SUN PINNACLE TITLE OF FLORIDA, L.C.

By:

  
G. JOSEPH HARRISON

Dated: 12/22/98

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 MAR 31 PM 3:40

FILED

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

STATE OF FLORIDA

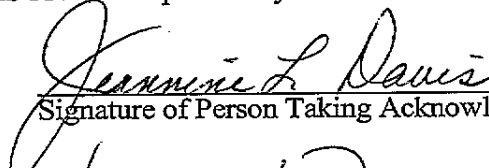
COUNTY OF MANATEE

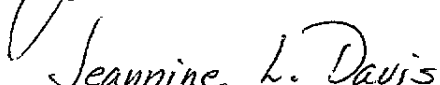
BEFORE ME, the undersigned authority, personally appeared G. Joseph Harrison, who, being first duly sworn, deposes and says that:

1. Affiant is a Manager of Sun Pinnacle of Florida, L.C., and has personal knowledge of the matters set forth herein.
2. Sun Pinnacle of Florida, L.C., has at least two (2) Members.
3. The amount of current and anticipated capital contributions to the Company made or to be made by the Members is \$1,500.00 each, of which one-half shall be made in cash and one-half shall be made in services..
4. Further Affiant sayeth not.

  
G. JOSEPH HARRISON

The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of December, 1998 by G. JOSEPH HARRISON who is personally known to me and who did take an oath.

  
\_\_\_\_\_  
Signature of Person Taking Acknowledgment

  
\_\_\_\_\_  
Name of Acknowledger Typed, Printed or Stamped

My commission expires:

