

L 990000001842



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per Janna

ORDER DATE : April 1, 1999

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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444 Seabreeze Boulevard
Daytona Beach, FL 32118

DOMESTIC FILING

NAME: E. JOSEPH LECOMPTE, L.L.C.

FILED
99 APR -1 PM 12:54
SECRETARY OF STATE
DIVISION OF CORPORATIONS

EFFECTIVE DATE: _

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
Name 4/1/99 PLAIN STAMPED COPY
Availability Dec CERTIFICATE OF GOOD STANDING

Document CONTACT PERSON: Janna Wilson
Examiner DCC

EXAMINER'S INITIALS: _____

Updater DCC

Updater
Verifier

Acknowledgement DCC

W. P. Verifier DCC

L 990000001842

**ARTICLES OF ORGANIZATION
OF
E. JOSEPH LeCOMPTE, L.L.C.
A Florida Limited Liability Company**

The undersigned (the "Member") acting as the organizer of E. Joseph LeCompte, L.L.C., ("Company") under the Florida Limited Liability Company Act, Chapter 608, Florida Statutes, adopts the following Articles of Organization:

ARTICLE 1

NAME

The name of the limited liability company is:

E. JOSEPH LeCOMPTE, L.L.C.

ARTICLE 2

PURPOSE AND POWERS

A. Purposes. The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.

B. Powers. The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, Florida Statutes, as the same may be amended from time to time.

ARTICLE 3

**INITIAL REGISTERED AGENT, AND REGISTERED OFFICE ADDRESS
AND PRINCIPAL OFFICE OF THE COMPANY**

A. Initial Registered Agent and Office. The initial registered agent for the Company to receive service of process is E. Joseph LeCompte. The street address of the Company's initial registered office is 3890 Turtle Creek Dr., Suite A, Port Orange, FL 32127.

B. Principal Place of Business. The street address and mailing address of the Company's principal office is 3890 Turtle Creek Dr., Suite A, Port Orange, FL 32127.

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ARTICLE 4

ADMISSION OF NEW MEMBERS

The Company shall admit new Members only upon the unanimous written consent of all then existing Members of the Company.

ARTICLE 5

MANAGER

The name and business address of the initial Manager of the Company is: E. Joseph LeCompte, 3890 Turtle Creek Dr., Suite A, Port Orange, FL 32127. Should the foregoing named Manager be unable to serve in this capacity, in such event the business of the Company shall be managed by a Manager elected by the Members holding seventy-five (75%) of the then outstanding contributed and not returned capital of the Company. The Manager may be, but is not required to be, a Member of the Company. The Manager shall have the power and authority to act on behalf of the Company as provided in Chapter 608, Florida Statutes, as the same may be amended from time to time, and further provided in the Regulations of the Company.

ARTICLE 6

PERIOD OF DURATION

The Company's existence shall commence upon the acceptance of these Articles of Organization by the Secretary of State of Florida for filing in accordance with §608.4081, Florida Statutes, and shall be perpetual, unless dissolved in accordance with the terms of the Regulations of the Company.

ARTICLE 7

CONTINUATION OF BUSINESS

The remaining Member or Members of the Company shall have the right to continue the business of the Company upon the retirement, resignation, expulsion, bankruptcy or dissolution of a Member.

ARTICLE 8

AMENDMENTS

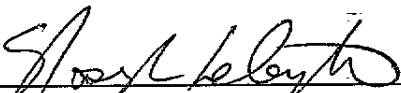
The Company reserves the right to amend any provision of these Articles of Organization, which amendment shall only be effectuated by the written approval by a majority of the Members of the Company and the approval of the Manager of the Company.

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ADOPTION OF REGULATIONS

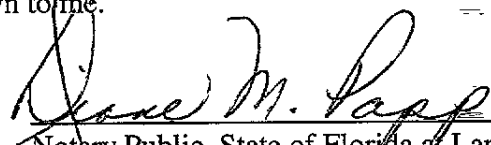
The Company shall adopt initial Regulations of the Company, which Regulations may contain any provisions for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization, or Chapter 608, Florida Statutes.

IN WITNESS WHEREOF, the undersigned Member has executed these Articles of Organization as of this 31st day of March, 1999.


E. Joseph LeCompte, Managing Member

STATE OF FLORIDA
COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 31st day of March, 1999, by E. Joseph LeCompte, who is personally known to me.


Notary Public, State of Florida at Large



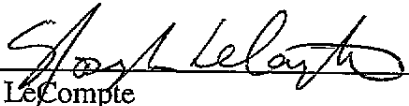
Diane M. Papp
MY COMMISSION # CC538766 EXPIRES
June 29, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Pursuant to §608.415(2), Florida Statutes, the following is submitted to the Secretary of State of Florida:

That E. Joseph LeCompte, L.L.C., desiring to organize as a limited liability company under the laws of the State of Florida, with its principal office as indicated in the Articles of Organization at 3890 Turtle Creek Dr., Suite A, Port Orange, FL 32127, has named E. Joseph LeCompte as its registered agent to accept service of process within the State of Florida.

That the undersigned, E. Joseph LeCompte, having been named to accept service of process for E. Joseph LeCompte, L.L.C., at 3890 Turtle Creek Dr., Suite A, Port Orange, FL 32127, in the Articles of Organization, does hereby agree to act in this capacity, and agrees to comply with the provisions of §608.415, Florida Statutes, relative to keeping open said office.


E. Joseph LeCompte
Dated: March 31, 1999

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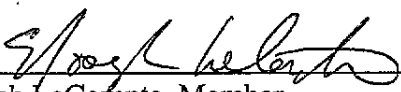
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

STATE OF FLORIDA
COUNTY OF VOLUSIA

The undersigned Member of E. Joseph LeCompte, L.L.C., deposes and says:

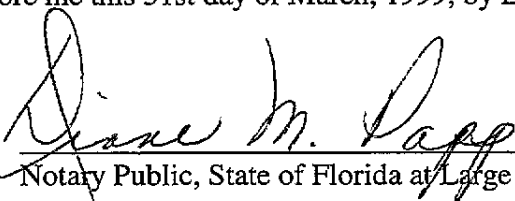
1. The above named limited liability company has at least one Members.
2. The total amount of cash contributed by the Members is \$1,000,000.00.
3. If any, the agreed value of property other than cash contributed by the Members is
\$ n/a.
4. The total amount of cash or property anticipated to be contributed by the Members is \$1,000,000.00. This total includes amounts from paragraphs 2 and 3 above.

In accordance with §608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.


E. Joseph LeCompte, Member

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DIVISION OF CORPORATIONS
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Sworn to and subscribed before me this 31st day of March, 1999, by E. Joseph LeCompte, who is personally known to me.


Notary Public, State of Florida at Large



Diane M. Papp
MY COMMISSION # CC538768 EXPIRES
June 29, 2000
BONDED THRU TROY FAIN INSURANCE, INC.