

L99000002282

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PBC Investments, L.C.

200002847402--9

-04/22/99--01060--025

****346.25 ****346.25

7-24-11-11-11

99 APR 22 AM 11:53

DIVISION OF CORPORATION

Name	4/22/99
Availability	du
Document Examiner	DCC
Updater	DCC
Updater Signature	DCC
Updater Verifier	DCC
Acknowledgement	DCC
Requested by:	DCC

L99000002282

4/22/99 11:05

Name _____ Date _____ Time _____
Walk-In 5 pages Will Pick Up _____

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ☒ L.C. File _____
- ___ Fictitious Name File _____
- ___ Trade/Service Mark _____
- ___ Merger File _____
- ___ Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- ___ Photo Copy _____
- ☒ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 APR 22 PM 1:10

FILED

**ARTICLES OF ORGANIZATION
OF
PBC INVESTMENTS, L.C.**

The undersigned, being an authorized representative of a Member, hereby adopts the following Articles of Organization to form a limited liability company under the laws of the State of Florida, pursuant to the provisions of Chapter 608, Florida Statutes.

FILED
99 APR 22 PM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this limited liability company is PBC Investments, L.C. (The "Company").

ARTICLE II: MAILING STREET ADDRESS

The mailing address and street address of the principal office of the Company is 800 South Harbor City Blvd., Melbourne, Florida 32901.

ARTICLE III: DURATION

The Company shall commence upon the execution of these Articles and period of duration shall be perpetual unless the Company is otherwise terminated in accordance with The Operating and Control Agreement including Regulations for the Company.

ARTICLE IV: MANAGEMENT

The Company is to be managed by a manager and the name and address of such manager is:

James T. Rathmann
800 S. Harbor City Blvd.
Melbourne, FL 32901

ARTICLE V: INITIAL REGISTERED AGENT

The initial street address in Florida of the initial registered office of the Company is 1900 S. Hickory Street, Melbourne, Florida 32901 and the name of the initial registered agent of the Company at that address is James H. Fallace. The Registered Agent is familiar with and accepts the duties and responsibilities as registered agent for said Limited Liability Company.

ARTICLE VI: ADMISSION OF ADDITIONAL MEMBERS

The right of the remaining Members to admit additional Members and the terms and conditions of the admissions shall be: additional Members may be admitted to this Company by a majority vote of the then existing Members.

ARTICLE VII: MEMBERS RIGHTS TO CONTINUE BUSINESS

The right 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 which terminates the continued membership of a member in the Limited Liability Company shall be determined upon the majority vote of the remaining Members.

The remaining Members of this Limited Liability Company shall have the right to continue the business upon the withdrawal, adjudicated incompetency, expulsion, bankruptcy, dissolution, retirement, or resignation or the occurrence of any other event which terminates the continued membership of a Member upon the majority vote of the then remaining Members.

ARTICLE VIII: AMENDMENT TO ARTICLES

The Members shall have the power to adopt, amend, alter, change, or repeal these Articles of Organization when proposed and approved at a Members' meeting with not less than a majority vote of the Members.

ARTICLE IX: AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTION

The undersigned member or authorized representative of a member of PBC Investments, L.C. certifies:

- | | | |
|----|--|------------|
| 1. | the above named limited liability company as at least one member; | |
| 2. | the total amount of cash contributed by the member(s) is | \$1,000.00 |
| 3. | if any, the agreed value of the property other than cash contributed by member(s) is
(A description of the property is attached and made a part hereto.); and | \$ _N/A_ |
| 4. | the total amount of cash and property contributed and anticipated to be contributed
by member(s) is | \$1,000.00 |

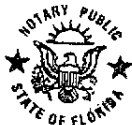

James H. Fallace, as attorney and authorized representative of a member

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

FILED
99 APR 22 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
) ss:
COUNTY OF BREVARD)

The foregoing instrument was acknowledged before me this 21 day of April, 1999 by James H. Fallace, as attorney and authorized representative of a member, who, first being duly sworn and who is personally known to me or who has produced n/a as identification, acknowledged to me that these Articles of Organization are signed on behalf of said limited liability company.



MARCIA A BARTLEY
My Commission CC528352
Expires Feb. 04, 2000

Marcia G. Bartley
Notary Public
Marcia G. Bartley
Printed Name of Notary Public
State of Florida at Large
My Commission Expires: 2/4/2000
Commission/Serial No.: 2/4/2000

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

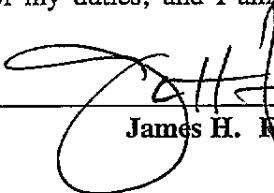
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is: PBC Investments, L.C.
2. The name and the Florida Street address of registered Agent are:

James H. Fallace, Esq.
Fallace & Associates, P.A.
1900 S. Hickory Street
Melbourne, FL 32901

FILED
99 APR 22 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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



James H. Fallace, Registered Agent