

L99000002651

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Wills, Trusts &  
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(941) 488-2544

April 8, 1999

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Prop.  
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Corporate Records  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

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\*\*\*\*293.75 \*\*\*\*293.75

Re: ATTC, L.C., a Florida Limited Liability Company  
ATTC, Ltd., a Florida Limited Partnership

Dear Sir:

Enclosed please find an original and one copy of the following:

- (1) Articles of Organization for ATTC, L.C.; and
- (2) Affidavit of Membership and Contributions for ATTC, L.C.

Our check in the amount of \$293.75, to cover the limited liability company filing fee, registered agent fee and certificate of status is also enclosed. Please file the Articles and return the certificate under seal and a copy of the filed Articles me at the above address.

Also enclosed are an original and one copy of the following:

- (1) Certificate of Limited Partnership of ATTC, Ltd.; and
- (2) Affidavit of Capital Contributions of ATTC, Ltd.

Our check in the amount of \$1,793.75 to cover the limited partnership filing fee, registered agent fee and certificate of status is also enclosed. Please file the Certificate of Limited Partnership and return the certificate under seal and a copy of the filed documents me at the above address.

Thank you for your assistance in this matter.

Very truly yours,



Andrew J. Britton

Name	
Availability	
Document Examiner	
Updater	
Updater	
Acknowledgement	

AJB/ak  
Enclosure  
cc: Mr. J. Michael Cundiff

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

April 14, 1999

ANDREW J. BRITTON  
245 N. TAMIAMI TRAIL  
VENICE, FL 34285

SUBJECT: ATTC, L.C.  
Ref. Number: W99000008910

We have received your document for ATTC, L.C. and your check(s) totaling \$293.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

The Affidavit must include the agreed value and description of PROPERTY contributed by the members, if none, state that.,

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) 487-6967.

Michelle Hodges  
Document Specialist

Letter Number: 699A00019022

ARTICLES OF ORGANIZATION  
OF  
AMERICAN TORCH TIP COMPANY, L.C.

The undersigned, for the purpose of forming a limited liability company under the Florida Limited Liability Company Act, F.S. Chapter 608, hereby make, acknowledge, and file the following Articles of Organization.

ARTICLE I -- NAME

The name of the limited liability company shall be American Torch Tip Company, L.C. ("Company").

ARTICLE II -- ADDRESS

The mailing address and street address of the principal office of the company shall be 6212 29th Street East, Bradenton, Florida, 34203.

ARTICLE III -- DURATION

The company shall commence its existence on the date these articles of organization 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 of organization.

ARTICLE IV -- REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent of the company in the State of Florida is John D. Walters, Jr., at 6212 29th Street East, Bradenton, Florida, 34203.

ARTICLE V -- CAPITAL CONTRIBUTIONS

The members of the company shall contribute to the capital of the company the cash or property set forth in Exhibit "A."

ARTICLE VI -- ADDITIONAL CAPITAL CONTRIBUTIONS

Each member shall make additional capital contributions to the company only on the unanimous consent of all the members.

ARTICLE VII -- ADMISSION OF NEW MEMBERS

No additional members shall be admitted to the company except with the unanimous written consent of all the existing members of the company and on such terms and conditions as shall be determined by all the members. A member may transfer his or her interest in the company as set forth in the regulations of the company, but the transferee shall have no right to participate in the management of the business and affairs of the company or become a member unless all the other members of the company other than the member proposing to dispose of his or her interest approve of the proposed transfer by unanimous written consent.

ARTICLE VIII -- TERMINATION OF EXISTENCE

The company shall be dissolved on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or manager, or on the occurrence of any other event that terminates the continued

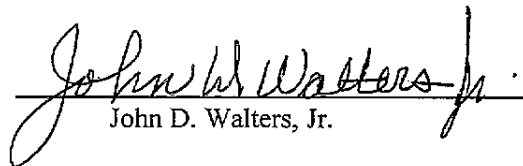
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membership of a member in the company, unless the business of the company is continued by the consent of a majority of the remaining members.

ARTICLE IX -- MANAGEMENT

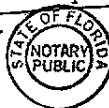
The company shall be managed by a manager in accordance with regulations adopted by the members for the management of the business and affairs of the company. These regulations may contain any provisions for the regulation and management of the affairs of the company not inconsistent with law or these articles of organization. The name and address of the initial manager of the company is John D. Walters, Jr. at 6212 29th Street East, Bradenton, Florida, 34203.

IN WITNESS WHEREOF, the undersigned organizer has made and subscribed these articles of organization at Bradenton, Florida, on this 30 day of April, 1999.


  
John D. Walters, Jr.

STATE OF FLORIDA  
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 30 day of April, 1999, by John D. Walters, Jr. who is personally known to me or who has produced \_\_\_\_\_ as identification.



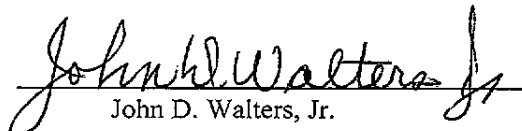
ANDREW ALLEN  
My Comm Exp. 12/22/2000  
Bonded By Service Ins.  
No. CC609599  
 Personally Known  Other I.D.

  
Notary Public

My Commission expires:

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the person named in the articles of organization of American Torch Tip Company, L.C., as the registered agent of this limited liability company, hereby consents to accept service of process for the above stated company at the place designated in the articles of organization, and accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his or her duties, and is familiar with and accept the obligations of the position of registered agent.

  
John D. Walters, Jr.

"REGISTERED AGENT"

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

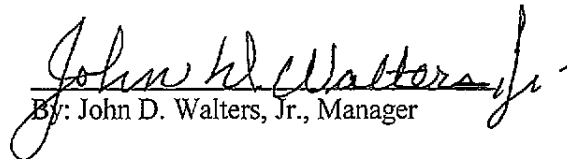
The undersigned member or authorized representative of a member of American Torch Tip Company, L.C., deposes and says:

1. The above named limited liability company has at least one member.
2. The total amount of cash contributed by the member is \$1,000.00. Contribution of property: none.
3. At this time it is not anticipated that additional contributions will be made by the member.

THE AFFIANT SAYS NOTHING FURTHER

Dated: April 30, 1999

AMERICAN TORCH TIP COMPANY, L.C.  
A Florida Limited Liability Company

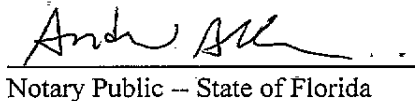
  
By: John D. Walters, Jr., Manager

STATE OF FLORIDA  
COUNTY OF MANATEE

Sworn to and subscribed before me this 30 day of April, 1999, by John D. Walters, Jr., as Manager of American Torch Tip Company, L.C., a Florida Limited Liability Company, who is personally known to me, or who produced \_\_\_\_\_ as identification.



ANDREW ALLEN  
My Comm Exp. 12/22/2000  
Bonded By Service Ins.  
No. CC609599  
 Personally Known  Other I.D.

  
Notary Public -- State of Florida

Andrew Allen  
Print, Type or Stamp  
Commissioned Name of Notary Public