



THE UNITED STATES  
CORPORATION  
COMPANY

# L99000003341

ACCOUNT NO. : 072100000032

REFERENCE : 258317 4375211

AUTHORIZATION :

*Patricia Piquito*

COST LIMIT : \$ 337.50

ORDER DATE : May 28, 1999

ORDER TIME : 11:54 AM

ORDER NO. : 258317-010

CUSTOMER NO: 4375211

000002899740--1

CUSTOMER: Mr. J. Brent Hopper  
SOLUM & HOPPER  
SOLUM & HOPPER  
12 W. 15th St.

Chicago Heights, IL 604113421

DOMESTIC FILING

NAME: G.D.C. PROPERTIES, L.L.C.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kim Clemons

EXAMINER'S INITIALS:

*B/K 6/9/99*

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 JUN -9 PM 1:45

RECEIVED

*B/K 6/9/99*

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

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ARTICLE I. NAME

The name of the Limited Liability Company is:

G.D.C. PROPERTIES, L.L.C.

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 12504 Starkey Road, Largo, Florida, 33773-2615.

ARTICLE III. DURATION

The period of duration for the Limited Liability Company shall be: PERPETUAL

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 12504 Starkey Road, Largo, Florida, 32301 and the name of the initial registered agent of the corporation at that address is Ira P. Diamond.

ARTICLE V. MANAGEMENT

The Limited Liability Company is to be managed by the managing members, and the names and addresses for the managing members are:

Ray Glass 188 Patterson Still Spur E.  
Thomasville, GA 31757

Ira Diamond 7360 Ulmerton Road, Ste. 90  
Largo, FL 33771

Lindal R. Crawford 2232 Lake Arbor Blvd.  
Clearwater, FL 33763

ARTICLE VI. ADMISSION OF ADDITIONAL MEMBERS

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be: unanimous consent

ARTICLES VII. MEMBERS RIGHTS TO CONTINUE BUSINESS

The right, if given, of the remaining members of the limited liability 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: First right of refusal for the purchase of members percentage ownership by any remaining owners.

Dated: June 9, 1999

AKC/akc

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The undersigned authorized representative of a member  
G.D.C. PROPERTIES, L.L.C. hereby executes these articles of  
organization on this 9th Day of June, 1999.

CORPORATION SERVICE COMPANY

Deborah D. Skipper

BY: Deborah D. Skipper  
as its agent as authorized  
representative of

Dated: June 9, 1999

AKC/akc

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of G.D.C. PROPERTIES, L.L.C. deposes and says;

- 1) the above named limited liability company has at least two members;
- 2) the total amount of cash contributed by the member(s) is \$1,000.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is -0-;
- 4) the amount of cash or property anticipated to be contributed by member(s) is -0-;
- 5) the total amount of 2, 3, and 4 is: \$1,000.00.

Deborah D. Skipper  
Deborah D. Skipper as agent for Corporation  
Service Company in its capacity as  
authorized representative of a member of  
G.D.C. PROPERTIES, L.L.C.

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LIMITED POWER OF ATTORNEY

The undersigned hereby designates Corporation Service Corporation ("CSC"), a Delaware corporation qualified to do business in the State of Florida, as its attorney-in-fact for the limited purpose of executing on behalf of the undersigned the original Articles of Organization of G.D.C. PROPERTIES, L.L.C. (the "LLC"), a Florida limited liability company, for the further purpose of filing such Articles of Organization with the State of Florida Department of State, and for no other purpose. The power granted hereby shall be exercisable and effective upon execution of the Limited Power of Attorney by the undersigned and upon delivery of the original or a copy thereof by facsimile or other means to CSC. This grant of power shall be revoked immediately after the filing of the Articles of Organization of the LLC with the State of Florida Department of State. All parties who review the original or a copy of this Limited Power of Attorney may rely upon it and the exercise of the limited power granted herein by CSC without making further inquiry as to the matters described herein or the authority of CSC to act hereunder.

This Limited Power of Attorney is executed on this  
9TH day of June, 1999.

  
WITNESS

Wallace G. Solum

TYPED OR PRINTED NAME

  
WITNESS

Sylvia Bamonti

TYPED OR PRINTED NAME

  
SIGNATURE

J. Brent Hopper

TYPED OR PRINTED NAME

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED  
OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

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1. The name of the corporation is: G.D.C. Properties, L.L.C.
2. The name and address of the registered agent and office is:

Ira P. Diamond  
(NAME)

12504 Starkey Road  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Largo, FL 33773-2615  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation 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.*

Ira P. Diamond  
(SIGNATURE)

6/8/99  
(DATE)

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314