

**L99000003394**  
**HENRY, BUCHANAN, HUDSON, SUBER & WILLIAMS, P.A.**  
ATTORNEYS AT LAW

BRYAN W. HENRY (1925-1986)  
JOHN D. BUCHANAN, JR.  
J. STEVEN CARTER  
LAURA BETH FARAGASSO  
EDWIN R. HUDSON  
JESSE F. SUBER  
HARRIET W. WILLIAMS

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TELEPHONE (850) 222-2920  
TELECOPIER (850) 224-0034  
E-MAIL HenryBuchanan@compuserve.com

June 10, 1999

**BY HAND DELIVERY THIS DATE**

Registration Section  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32399

300002900793--4  
-06/10/99--01060--017  
\*\*\*\*337.50 \*\*\*\*337.50

Re: HENRY, BUCHANAN, HUDSON, SUBER & CARTER, P.L.  
New Filing

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the following: Articles of Organization with Affidavit of Membership and Contribution; Designation of Registered Agent; and a check in the amount of \$337.50 for the filing fee (\$250 for Articles; \$35 for Registered Agent; and \$52.50 for a Certified Copy) - for filing.

FROM: JoAnn Howard (for Henry, Buchanan, Hudson, Suber & Carter, P.L.)  
117 South Gadsden Street  
Tallahassee, FL 32301  
(850) 222-2920\*

\* NOTE: Please call JoAnn Howard at 222-2920 and a runner will pick up the Letter of Acknowledgment and Certified Copy after these documents have been registered. Thank you.

HENRY, BUCHANAN, HUDSON  
SUBER & WILLIAMS, P.A.

*JoAnn Howard*  
JoAnn R. Howard,  
Secretary to John D. Buchanan  
For The Firm

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 10 PM 8:02

TALLAHASSEE, FLORIDA  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE

99 JUN 10 PM 1:23

RECEIVED  
Enclosures /jh

*BJC 6/10/99*



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

June 10, 1999

JOHN D. BUCHANAN  
HENRY, BUCHANAN, HUDSON, ET AL  
TALLAHASSEE, FL

SUBJECT: HENRY, BUCHANAN, HUDSON, SUBER & CARTER, P.L.  
Ref. Number: W99000013628

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 JUN 10 PM 1:02

We have received your document for HENRY, BUCHANAN, HUDSON, SUBER & CARTER, P.L. and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$337.50 payment.

The ARTICLES OF ORGANIZATION for a professional limited liability company must contain a description of the business in which the company is engaged. The description must be specific -- i.e. "the practice of law"; not "any and all business",

ARTICLE V is optional. But if you include it in your ARTICLES, you MUST list at least ONE CONDITION under which new members will be admitted. Simply saying that the conditions are described in the Operating Agreement is not acceptable.

ARTICLE VI is also optional. But if you include it in your ARTICLES, you must answer the question about whether the right to continue is given. Do the remaining members have the right to continue, or don't they. Simply stating that the answer is in the Operating Agreement is not acceptable.

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) 487-6914.

Buck Kohr  
Corporate Specialist

Letter Number: 499A00031503

**ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY  
HENRY, BUCHANAN, HUDSON, SUBER & CARTER, L.C.**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
1999 JUN 10 PM 1:02

ARTICLE I NAME

The name of the Limited Liability Company is:

HENRY, BUCHANAN, HUDSON, SUBER & CARTER, L.C.

ARTICLE II ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is:

117 South Gadsden Street  
Tallahassee, Florida 32301

ARTICLE III DURATION

The period of duration for this Limited Liability Company shall be:

Perpetual

ARTICLE IV MANAGEMENT

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

Henry, Buchanan, Hudson, Suber & Carter, P.A.  
117 South Gadsden Street  
Tallahassee, Florida 32301

605097

James W. Kaywell, P.A.  
201 West Marion Avenue - Suite 207  
Punta Gorda, FL 33950

894 0000 724 25

ARTICLE V MEMBERS

The right of the members to admit additional members shall be:

By majority vote of existing members.

ARTICLE VI MEMBERS RIGHTS TO CONTINUE BUSINESS

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DIVISION OF CORPORATIONS  
99 JUN 10 PM 1:02

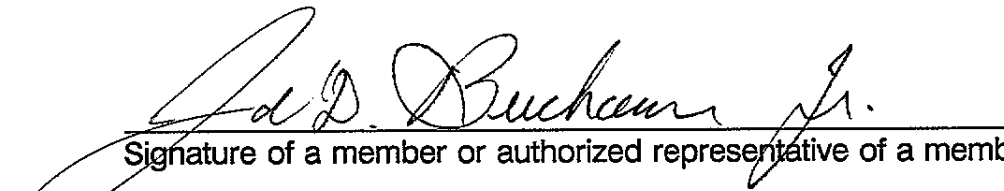
The right, of the remaining members of the Limited Liability Company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company shall be:

The remaining members have the right to continue the business.

ARTICLE VII AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of HENRY, BUCHANAN, HUDSON, SUBER & CARTER, 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- ;  
(A description of the property is attached and made a part hereto).
4. the amount of cash or property anticipated to be contributed by a member(s) is \$ -0- ;
5. the total amount of 2, 3, and 4 is \$1,000.00.

  
Signature of a member or 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.)

JOHN D. BUCHANAN, JR.  
Typed or Printed Name of Signee

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

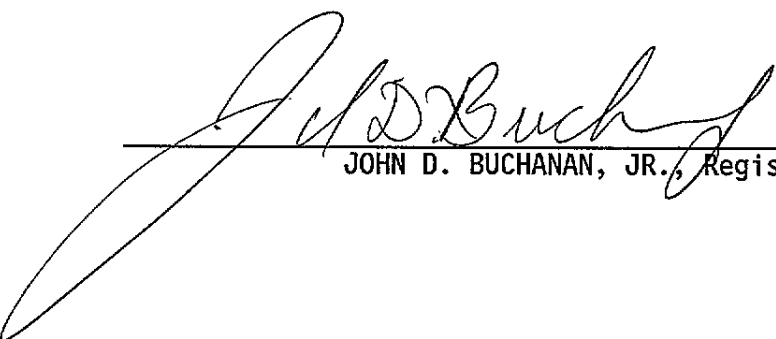
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SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
99 JUN 10 PM 1:02

PURSUANT TO THE PROVISIONS OF SECTION 608.415 or 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the Professional Liability Company is:  
**HENRY, BUCHANAN, HUDSON, SUBER & CARTER, L.C.**

2. The name and address of the registered agent and office is:  
**John D. Buchanan, Jr.  
HENRY, BUCHANAN, HUDSON, SUBER & CARTER, L.C.  
117 South Gadsden Street  
Tallahassee, Florida 32301**

*Having been named as 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.*

  
\_\_\_\_\_  
**JOHN D. BUCHANAN, JR., Registered Agent**