

L990000003782



ACCOUNT NO. : 072100000032

REFERENCE : 256760 7185451

AUTHORIZATION :

COST LIMIT : \$ 285.00

Patricia Pizant

ORDER DATE : May 27, 1999

ORDER TIME : 3:56 PM

ORDER NO. : 256760-005

CUSTOMER NO: 7185451

CUSTOMER: Mr. Kerry M. Dano
MR. KERRY M. DANO
MR. KERRY M. DANO
146 Giralda Boulevard Ne

Saint Petersburg, FL 33704

200002916372--0

DOMESTIC FILING

NAME: KNOWLEDGE CIRCLE, LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

Name	6/28/99
Availability	XX DCC
Document	CERTIFIED COPY
Examiner	CONTACT PERSON: Tamara Odom
Updater	DCC
Updater Verifier	DCC
Acknowledgement	DCC
W. P. Verifier	DCC

EXAMINER'S INITIALS:

FILED
99 JUN 25 PM 4:55
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TALLAHASSEE, FLORIDA

RECEIVED
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DEPT. OF REVENUE
TALLAHASSEE, FLORIDA

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ARTICLES OF ORGANIZATION FOR FLORIDA LIMITED LIABILITY COMPANY

ARTICLE I. NAME

The name of the Limited Liability Company is:

KNOWLEDGE CIRCLE, LLC

ARTICLE II. ADDRESS

The mailing address and street address of the principal office of the Limited Liability Company is: 146 Giralda Boulevard NE, St. Petersburg, Florida 33704.

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 146 Giralda Boulevard NE, St. Petersburg, Florida, 33704 and the name of the initial registered agent of the corporation at that address is Kerry M. Dano.

ARTICLE V. MANAGEMENT

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

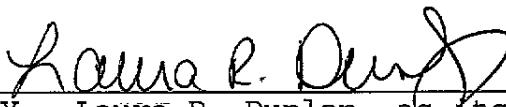
Kerry M. Dano	146 Giralda Boulevard NE St. Petersburg, FL 33704
Scott B. White	408 Pleasant Way S. St. Petersburg, FL 33707
Bruce W. Roeckel	1301 Pleasant Way S. St. Petersburg, FL 33705

The undersigned authorized representative of a member of KNOWLEDGE CIRCLE, LLC hereby executes these articles of

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organization on this twenty-fifth day of June, 1999.

CORPORATION SERVICE COMPANY


BY: Laura R. Dunlap, as its agent
as authorized representative of
KNOWLEDGE CIRCLE, LLC

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ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

Kerry M. Dano, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

KNOWLEDGE CIRCLE, LLC

Kerry M. Dano is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Kerry M. Dano

Typed Name: Kerry M. Dano

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AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned member or authorized representative of a member of KNOWLEDGE CIRCLE, LLC 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(s) is \$3.00;
- 3) if any, the agreed value of property other than cash contributed by member(s) is 0:
(a description of said property is attached)
- 4) the amount of cash or property anticipated to be contributed by member(s) is 0 \$3.00;
- 5) the total amount of 2, 3, and 4 is: \$3.00.

Deborah D Skipper
Deborah D. Skipper, as agent for Corporation
Service Company in its capacity as authorized
representative of a member of KNOWLEDGE CIRCLE
LLC

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JUN -09'99 (WED) 11:25

CSC TALLAHASSEE

TEL: 950 521 1010

P.003

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 KNOWLEDGE CIRCLE, LLC (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
day of 6/25, 1999.

Amanda M. Allison
WITNESS

Amanda M. Allison
TYPED OR PRINTED NAME

Mary H. Johnson
WITNESS

NANCY G. JOHNSON
TYPED OR PRINTED NAME

Kerry M. Dano
SIGNATURE

Kerry M. Dano
TYPED OR PRINTED NAME