CCRS 103 N. MERIDIAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 222-1173 FILING COVER SHEET ACCT, #FCA-14 **CONTACT: CINDY HICKS** 7-15-99 DATE: 0163.7573 **REF. #:** associates, L.L.C. **CORP. NAME:** () ARTICLES OF INCORPORATION () ARTICLES OF AMENDMENT () ARTICLES OF DISSOLUTION () ANNUAL REPORT () TRADEMARK/SERVICE MARK () FICTITIOUS NAME () CERT. OF AUTHORITY () LIMITED PARTNERSHIP LIMITED LIABILITY () REINSTATEMENT () MERGER () WITHDRAWAL () CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3 · () OTHER: STATE FEES PREPAID WITH CHECK# _540 8 AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$ PLEASE RETURN: () CERTIFIED COPY Examiner's Initials

ARTICLES OF ORGANIZATION OF LAMBERHURST ASSOCIATES, L.L.C.

- 1. <u>Name.</u> The name of this limited liability company is LAMBERHURST ASSOCIATES, L.L.C. (the "Company"), and it shall be formed as a limited liability company under Chapter 608 of the laws of the State of Florida.
- 2. <u>Duration.</u> The Company shall exist from the date of filing of these Articles with the Florida Secretary of State, and the Company's existence shall be perpetual.
- 3. <u>Purpose.</u> The Company is organized for the purpose of transacting all lawful activities and businesses that may be conducted by a limited liability company under the laws of Florida.
- 4. <u>Place of Principal Office.</u> The mailing and street address of the Company's principal office is 1315 E. 5th Avenue, Tampa, Florida 33605.
- 5. Registered Agent and Office. The name of the initial registered agent of the Company is Randolph J. Wolfe. The street address of the initial registered agent of the Company is 201 N. Franklin St., Suite 2300, Tampa, Florida 33602.
- 6. <u>Additional Members.</u> Additional members to the Company may be admitted, but only upon the unanimous consent of all members of the Company at the time admission is sought.
- 7. <u>Termination of Membership.</u> Upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a member or upon the occurrence of any other event which terminates the continued membership of a member in the Company, the Company shall be dissolved unless the remaining members, by unanimous written agreement, consent to continue the business of the Company.
- 8. <u>Management of the Company</u>. The management of the Company shall be vested in the members of the Company. The name and address of the initial members are:

Dagmar Benedik 1315 E. 5th Avenue Tampa, Florida 33605

Michael A. Arkell Smith Na Pankráci 103 Praha 4 Czech Republic

9. <u>Regulations.</u> The members shall have the power to adopt, alter, amend, or repeal the Regulations of the Company containing provisions for the regulation and management of the affairs of the Company.

Transfer of Interest. No member shall have the right to transfer any interest in the Company without the unanimous written agreement of all members. If the non-transferring members do not approve the transfer, the transferee of the interest of the transferring member shall have no right to become a member or to participate in the management of the business and the affairs of the Company. The transferee shall be entitled to receive only the share of profits or other compensation by way of income, and the return of contributions to which the transferring member otherwise would be entitled by virtue of membership.

The undersigned executed these Articles of Organization effective as of the 7 day of

Dagiriar Benedik

ACCEPTANCE BY REGISTERED AGENT

Having been named Registered Agent and designated to accept service of process for the within-named Company, at the place designated herein, and being familiar with the obligations of that position, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Randolph J. Wolfe

Dated: <u>J.L.</u> 7, 1999

5 AM II: 03

AFFIDAVIT OF LIMITED LIABILITY COMPANY PURSUANT TO FLORIDA STATUTES SECTION 608.407(2)

- I, Dagmar Benedik, as one of the initial members of LAMBERHURST ASSOCIATES, L.L.C., a Florida limited liability company, hereinafter referred to as the "Company", who, upon being sworn, certify as follows:
 - 1. The Company has at least one (1) member.
- 2. The members of the Company have contributed a total of \$100.00 of cash to the Company.
- 3. No property other than the cash identified in numbers 2 and 4 hereof will be contributed.
- 4. It is anticipated that no additional cash will be contributed in the future by the members of the Company. This will result in a total of \$100.00 in cash contributed to the Company and no property.

Executed this 7[±] day of ______, 1999.

FURTHER AFFIANT SAYETH NOT.

Under penalties of perjury, I declare that I have read the foregoing and that the facts alleged are true, to the best of my knowledge and belief. (In accordance with Section 608.408(3), Florida Statutes, the execution of this Affidavir constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

- 11//11/1/

Daghar Benedik

630940.01

SCOVENES OF SPENDS
SCOVENES OF S