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McClellan, Vostrejs & Batsel, P. A.

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ROBERT W. BATSEL

August 3, 1999

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Department Of State  
Division Of Corporations  
PO Box 6327  
Tallahassee, Fla. 32324

Re: Gainesville Wings, LLC

Dear Registration Section:

Enclosed is the original Articles Of Organization and Designation Of Registered Agent for the above-referenced Florida limited liability company, along with our firm check in the amount of \$285.00 in payment of the filing fees associated with this request. Please forward a Letter of Acknowledgment upon registration to my attention at the above address.

If you should have any questions or concerns pertaining to the enclosed, please do not hesitate to contact me.

Very truly yours,

Robert W. Batsel

RWB/sj  
Enclosures

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## ARTICLES OF ORGANIZATION

Gainesville Wings, LLC

### A LIMITED LIABILITY COMPANY

(Pursuant to s. 608.407, Florida Statutes)

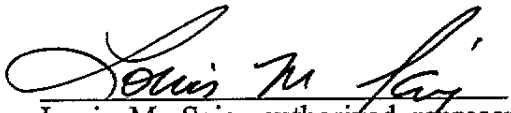
1. Name. The name of the limited liability company is Gainesville Wings, LLC.
2. Purpose. The purpose of this limited liability company may include the transaction of any and all lawful business for which limited liability companies may be organized in the state of Florida.
3. Address of Principle Office. The address of the registered office of the limited liability company is 1056 North 3rd Street, Jacksonville, Florida 32250.
4. Term. Term of this LLC shall be perpetual.
5. Members at Time of Formation. There will be at least one member at the time the limited liability company is formed.
6. Period of Duration. The period of duration shall be perpetual.
7. Management. Management of the Limited Liability Company at the time of formation is reserved for the initial member(s) whose name(s) and address(es) are as follows:  
  
Initial Members:  
SCS Management Group, Inc., a Florida corporation  
1056 North 3rd Street  
Jacksonville, Florida 32250
8. Additional Members. The names and addresses of additional members(s) are as follows: None
9. Admission of New Members. With the written unanimous consent of the members, new members may be admitted into the LLC upon the payment of such capital contribution and upon such terms as the members unanimously decide. In the event that new members are admitted into the LLC, the share of each new member in the profits and losses shall be in such proportion as may be agreed upon between all the members and the new member.
10. Members Right to Continue Business. The remaining members of the limited liability company shall have the right to continue 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

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liability company as further set forth in the Operating Agreement of the limited liability company

11. Affidavit of Membership and Contribution. The undersigned member or authorized representative of a member of Gainesville Wings, LLC certifies:

- a.) The above named limited liability company has at least one member;
- b.) The total amount of cash contributed by the member(s) is \$ \$300.00;
- c.) If any, the agreed value of property other than cash contributed by the member(s) is \$ \$0;  
(A description of the property is attached)
- d.) The total amount of cash and property contributed and anticipated to be contributed by the member(s) is \$ \$300.00.



Louis M. Saig, authorized representative  
of member, SCS Management Group, Inc.

(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 and correct.)

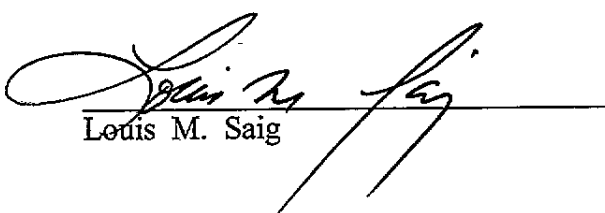
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**CERTIFICATE OF DESIGNATION OF REGISTERED  
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 608.415 or 608.507, Florida Statutes, the undersigned limited liability company submits the following statement to designate a registered office and registered agent in the state of Florida.

1. Name. The name of the limited liability company is Gainesville Wings, LLC
2. Registered Office. The address of the registered office of the limited liability company is 1056 North 3rd Street, Jacksonville, Florida 32250.
3. Registered Agent. Louis M. Saig, is appointed, and by his signature below accepts appointment, to act as the Registered agent of Gainesville Wings, LLC.

*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.*

  
Louis M. Saig

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