

Division of Corporations

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Division of Corporations  
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## To:

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## From:

Account Name : GUNSTER, YOAKLEY, ETAL. (MIAMI OFFICE)  
Account Number : 076077002561  
Phone : (305) 376-6023  
Fax Number : (305) 376-6010

## LIMITED LIABILITY COMPANY

UNITED CONTAINER, LLC

Name Availability	<b>MJH</b>
Document Examiner	
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GUNSTER, YOAKLEY, VALDES-FAULI & STEWART, P.A.  
ATTORNEYS AT LAW

FAX AUDIT NO.: H99000020302

WRITER'S DIRECT DIAL NUMBER: 305-376-4181

August 13, 1999

Via Telefacsimile

Florida Department of State  
Division of Corporations  
Tallahassee, Florida 32314

Re: UNITED CONTAINER, LLC

Dear Sir/Madam:

Enclosed, for filing, are the fully executed Articles of Organization for the above referenced limited liability company.

Please be advised that this company is related to an existing corporation of the same name. United Container Corporation was filed under Document No.: P99000056252 on June 22, 1999.

Please take this information into consideration while reviewing our document for filing.

Sincerely,

A handwritten signature in cursive script, appearing to read 'M. Sanderson'.

Michelle Sanderson  
Corporate Records Assistant

/ms

Enc.  
244716.1

FAX AUDIT NO.: H99000056252

FAX AUDIT NO.:

H99000020302

**ARTICLES OF ORGANIZATION  
OF  
UNITED CONTAINER, LLC**

The undersigned, for the purpose of forming a limited liability company under the laws of Florida, hereby adopts the following Articles of Organization:

**Article I**

**Name**

The name of the limited liability company is UNITED CONTAINER, LLC.

**Article II**

**Duration**

This Company shall exist on the date of filing of these Articles with the Secretary of State of the State of Florida. The duration of the Company shall be perpetual.

**Article III**

**Nature of Business**

The purpose and nature of the business to be conducted by the Company is to conduct any lawful business.

**THIS DOCUMENT PREPARED BY:**

Mark J. Scheer, Esq.  
Gunster, Yoakley, Valdes-Fauli  
& Stewart, P.A.  
Suite 3400 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131  
Tel: (305) 376-6040

Florida Bar No.: 0710430

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**Article IV**  
**Mailing Address**

The mailing address and the street address of the Company's initial principal office is:

c/o Gunster, Yoakley, Valdes-Fauli & Stewart, P.A.  
500 East Broward Boulevard  
Ft. Lauderdale, Florida 33394

**Article V**  
**Initial Registered Office and Agent**

The street address of the initial registered office of this Company is 2 South Biscayne Boulevard, Suite 3400, Miami, Florida 33131-1897, and the name of the initial registered agent of this Company at that address is Valdes-Fauli Corporate Services, Inc., a Florida corporation.

**Article VI**  
**Membership Interests and Share Certificates**

(A) The amount of capital which the initial Members have committed as their initial capital contribution is Two Thousand Dollars (\$2,000.00).

(B) Membership interests in the Company shall be divided into Class A and Class B Membership Interests and shall be evidenced by share or unit certificates. The aggregate number of unit certificates representing all classes of membership interests shall be Thirty Million (30,000,000) units which shall be further divided into Ten Million units (10,000,000) which shall be designated as Class A Voting Membership Interests and Twenty Million units (20,000,000) which shall be designated as Class B Nonvoting Membership Interests. Except as otherwise required or provided by law or as otherwise set forth in the Company's Regulations and Operating Agreement, only Class A Voting Membership Interests shall be entitled to vote on matters. Holders of Class B Membership Interests shall be entitled to allocations of profits and losses, and distributions from the Company, only as set forth in the Regulations and Operating Agreement.

(C) No Member of this Company may transfer, sell or assign his or her shares in the Company to any other person except as provided for in the Company's Regulations and Operating Agreement.

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**Article VII**  
**Addition of New Members**

New Members who take their interest directly from the Company will be admitted as Members in accordance with the Regulations and Operating Agreement of the Company. New Members who take their interest by assignment, inheritance, or operation of law will be admitted only with the unanimous consent of all Class A Voting Members or as otherwise provided in the Regulations and Operating Agreement of the Company.

**Article VIII**  
**Continuation on Death, Retirement, Etc. of Members**

The remaining Members of the limited liability company will have the right to continue the business upon the death, retirement, resignation, expulsion, bankruptcy or dissolution of a Member or occurrence of any other event which terminates the continued Membership of a Member in this Company. The Company shall terminate upon the consent of the majority of the Class A Members or as otherwise provided in accordance with the terms of the Regulations and Operating Agreement

**Article IX**  
**Management**

(a) **Managed by Board of Managers.** This Company shall be managed by a Board of Managers (hereinafter referred to as the "Board of Managers") who shall be appointed by the Class A Common Members as provided for in the Regulations and Operating Agreement. The number of Managers shall initially be three (3) but may be decreased to one (1) in accordance with the Company's Regulations and Operating Agreement.

(b) **Initial Board of Managers.** The names and street addresses of the initial Board of Managers of the Company are:

<u>Names</u>	<u>Street Addresses</u>
Andrew Todd Bullock	7868 Rea Road, Suite F344 Charlotte, NC 28277
Steven Ingram	5650 Brown Road Powder Springs, GA 30073

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(c) Except as otherwise provided in the Regulations and Operating Agreement, the Board of Managers shall have full authority to conduct the business of the Company including but not limited to the authority to elect or appoint officers for the Company.

Article X  
Amendment

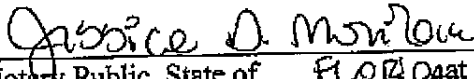
This Company reserves the right to amend or repeal any provision contained in these Articles of Organization, and any right conferred upon the members is subject to this reservation. Except as otherwise provided by law or the Regulations and Operating Agreement of the Company, any such amendments shall be approved by the majority of the holders of the Class A Membership Interests.

IN WITNESS WHEREOF, the undersigned authorized representative of the Members has executed these Articles of Organization on this 5 day of August, 1999.

  
\_\_\_\_\_  
Andrew Todd Bullock, Authorized Representative  
FLOL- B420-010-62-448-0.

STATE OF FLORIDA )  
 ) ss.:  
COUNTY OF HILLS )

The foregoing instrument was acknowledged before me this 5th day of AUG, 1999 by Andrew T. Bullock who has produced as identification FL DL etc or is personally known to me.

  
\_\_\_\_\_  
Notary Public, State of FLORIDA at Large

My Commission Expires: MAY 16 2,000



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## ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Limited Liability Company, at the place designated in this Certificate, 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.

VALDES-FAULI CORPORATE SERVICES, INC., a Florida corporation

By: 

Mark J. Scheer, Vice President

Dated: 8/5, 1999THIS DOCUMENT PREPARED BY:

Mark J. Scheer, Esq.  
Gunster, Yoakley, Valdes-Fauli  
& Stewart, P.A.  
Suite 3400 - One Biscayne Tower  
2 South Biscayne Boulevard  
Miami, Florida 33131  
Tel: (305) 376-6040

Florida Bar No.: 0710430

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AFFIDAVIT

STATE OF Florida )  
 ) ss.:  
COUNTY OF Hills )

BEFORE ME, a Notary Public, personally appeared Andrew Todd Bullock ("Affiant"), the Authorized Representative of UNITED CONTAINER, LLC, a limited liability company ("UNITED"), who, deposes and states that:

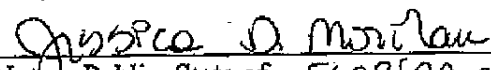
1. UNITED has at least one member.
2. The total initial capital contributions and anticipated capital of the initial members of UNITED is Two Thousand Dollars (\$2,000.00).
3. Except for the cash stated in No. 2 above, there shall be no property contribution made, or anticipated to be contributed, by the members.

FURTHER AFFIANT SAYETH NAUGHT.

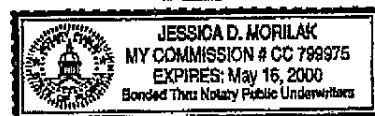
  
Andrew Todd Bullock, Authorized Representative

The foregoing instrument was acknowledged before me this 5th day of AUG, 1999, by Andrew T. Bullock who is personally known to me or has produced FL DR LLC as identification.

FDL. B420-018-62-448 -0

  
Notary Public, State of FLORIDA at Large

My Commission Expires: MAY 16 2,000



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FAX AUDIT NO.:

H99000020302