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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 31 PM 12:30

August 31, 1999

Hand delivery

Florida Secretary of State  
Division of Corporations  
409 E. Gaines St.  
Tallahassee, Florida 32301

900002974669-1  
-08/31/99--01048--022  
\*\*\*\*337.50 \*\*\*\*337.50

Re: Prescott Supply Company, LLC

Dear sirs:

Enclosed please find the Articles of Organization and related paperwork to file for organization of Prescott Supply Company, LLC.

Our law firm represents both Prescott Supply Company, Inc. and Prescott Supply Company, LLC. The principals in both corporations are the same, and the present corporation has consented to the LLC using the same name as Prescott Supply Company, Inc.

Please call me when the certified copy of the Articles is ready to pick up.

Thank you for your assistance.

L99-5420

Name	Very truly yours,
Availability	
Signature	<i>Robert S. Hightower</i>
Print Name	Robert S. Hightower
Address	
City	
State	
Zip	
Telephone	
Fax	
E-mail	
Comments	

cc: Mr. James Prescott (w/encl)

RECEIVED

99 AUG 31 AM 10:46

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

August 31, 1999

ROBERT S. HIGHTOWER

SUBJECT: PRESCOTT SUPPLY COMPANY, LLC  
Ref. Number: W99000020163

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 AUG 31 PM 12: 30

We have received your document for PRESCOTT SUPPLY COMPANY, LLC and your check(s) totaling \$337.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the entity's complete mailing address.

Section 608.407(1)(e), Florida Statutes, requires the articles of organization to set forth the right, if given, of the members to admit additional members and the terms and conditions of the admissions. Reference to the operating agreement/regulations is not sufficient.

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) 487-6043.

Shawn Logan  
Document Specialist

Letter Number: 999A00043365

*Will wait*

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99 AUG 31 PM 12: 17  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF ORGANIZATION**  
**OF**  
**PRESCOTT SUPPLY COMPANY, A LIMITED LIABILITY COMPANY**

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**ARTICLE I**  
**NAME**

The name of this limited liability company is Prescott Supply Company, LLC. referred to in these Articles of Organization as the "Company." The Company is organized pursuant to the provisions of the Florida Limited Liability Company Act.

**ARTICLE II**  
**NAME AND ADDRESS OF ORGANIZER**

The name and address of the organizer of the Company is: James T. Prescott, 1219 West Tharpe Street, Tallahassee, Florida 32304.

**ARTICLE III**  
**REGISTERED OFFICE AND AGENT**

The street address and county of the Company's initial registered office and registered agent is: James T. Prescott, 1219 West Tharpe Street, Tallahassee, Leon County, Florida 32304.

**ARTICLE IV**  
**PRINCIPAL OFFICE AND MAILING ADDRESS**

The Company's initial principal office and mailing address is located at: 1219 West Tharpe Street, Tallahassee, Florida 32304.

**ARTICLE V**  
**DURATION**

Unless dissolved earlier, the Company will dissolve automatically on December 31, 2087. Except for prior amendment to this Article V, no act by the Company or its members can avoid this dissolution.

**ARTICLE VI  
ADMISSION OF ADDITIONAL MEMBERS**

The Company may admit new members as provided as follows: Any person approved by all the managers and members holding at least a majority interest may become a member in the Company by the issuance by the Company of membership interests for such consideration as the managers and members holding a majority interest shall determine. Members shall have preemptive rights to acquire additional membership interests in the Company in proportion to the then outstanding membership interest owned respectively by each member.

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**ARTICLE VII  
MANAGEMENT**

☒ The Limited Liability Company is to be managed by a manager or manager and the names(s) and address(es) of such manager(s) who is/are to serve as manager(s) is: James T. Prescott, 1219 West Tharpe Street, Tallahassee, Florida 32304.

☐ The Limited Liability Company is to be managed by the members and the names(s) and address(es) of such manager(s) who is/are to serve as manager(s) is/are:


**ARTICLE VIII  
AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS**

The undersigned member or authorized representative of a member of Prescott Supply Company, LLC., certifies:

- 1) the above-named limited liability company has at least one (1) member;
- 2) the total amount of cash contributed by the member(s) is: \$ 100.00
- 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 hereof); and
- 4) A total amount of cash and property contributed and anticipated to be contributed by member(s) is: \$ 750,000.00

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, this 31 day of August, 1999.

IN ACCORDANCE WITH SECTION 608.408(3), FLORIDA STATUTES, THE EXECUTION OF THIS AFFIDAVIT CONSTITUTES AN AFFIRMATION UNDER PENALTIES OF PERJURY THAT THE FACTS STATED HEREIN ARE TRUE.

  
Print Name: JAMES T. PRESCOTT

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

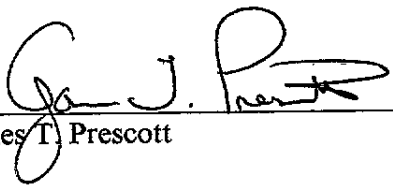
PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the limited liability company is Prescott Supply Company, LLC.
2. The name and street address of the registered agent are:

James T. Prescott  
1219 West Tharpe Street  
Tallahassee, Florida 32304

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated on 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.

This 31 day of August, 1999.

  
James T. Prescott