

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

L99000005892

FILING COVER SHEET  
ACCT. #FCA-14

CONTACT: CINDY HICKS

800002992238-4

-09/21/99--01034--023

\*\*\*\*293.75 \*\*\*\*293.75

DATE: 9-21-99

REF. #: 0163. 8334

CORP. NAME: Orange - Wetherbee, L.L.C.

- |  |   |   |
|--|---|---|
| <input type="checkbox"/> ARTICLES OF INCORPORATION   | <input type="checkbox"/> ARTICLES OF AMENDMENT  | <input type="checkbox"/> ARTICLES OF DISSOLUTION      |
| <input type="checkbox"/> ANNUAL REPORT               | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input checked="" type="checkbox"/> FICTITIOUS NAME   |
| <input type="checkbox"/> FOREIGN QUALIFICATION       | <input type="checkbox"/> LIMITED PARTNERSHIP    | <input checked="" type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT               | <input type="checkbox"/> MERGER                 | <input type="checkbox"/> WITHDRAWAL                   |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1                  | <input type="checkbox"/> UCC-3                        |
| <input type="checkbox"/> OTHER: _____                |   |   |

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 21 AM 11:49

STATE FEES PREPAID WITH CHECK# 5911 FOR \$ 293.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- |   |   |  |
|---|---|--|
| <input type="checkbox"/> CERTIFIED COPY                   | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input checked="" type="checkbox"/> PLAIN STAMPED COPY |
| <input checked="" type="checkbox"/> CERTIFICATE OF STATUS |   |  |

Examiner's Initials \_\_\_\_\_

Name	MJH
Availability	
Document	
Examiner	
Updater	
Updater	
Verifier	
Acknowledgement	
v. P. Verifier	

ARTICLES OF ORGANIZATION  
OF  
ORANGE-WETHERBEE, L.L.C.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
99 SEP 21 AM 11:49

1. **Name.** The name of this limited liability company is **ORANGE-WETHERBEE, L.L.C.**, a Florida limited liability company (the "Company").

2. **Duration.** The Company shall have perpetual existence from the date of filing of these Articles of Organization with the Florida Department of State until the occurrence of any of the events specified in the Regulations and Operating Agreement for the Company.

3. **Purpose.** 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. **Place of Business.** The mailing and street address of the Company's principal office is 12360 66<sup>th</sup> Street North, Suite H, Largo, Florida 33713.

5. **Registered Agent and Office.** The name of the initial registered agent of the Company is **Greg A. Nowak**. The street address of the initial registered agent of the Company is 12360 66<sup>th</sup> Street North, Suite H, Largo, Florida 33713.

6. **Additional Members.** Additional members to the Company may be admitted, but only upon the unanimous consent of the Class A Members of the Company at the time admission is sought.

7. **Termination of Membership.** The Company shall not be dissolved and the remaining members shall have the right to continue the business of the Company 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, as provided in the Regulations and Operating Agreement of the Company.

8. **Management of the Company.** The Company shall be managed by the Class A Members of the Company in accordance with the Regulations and Operating Agreement adopted by all of the members. The initial Class A Members of the Company shall be the following persons:

A.G. Rappaport

11015 North Dale Mabry Highway  
Tampa, Florida 33618

Greg A. Nowak

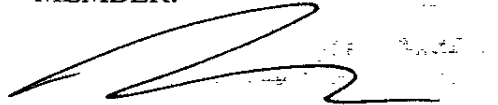
12360 66<sup>th</sup> Street North  
Suite H  
Largo, Florida 33713

Carlos A. Yepes

12360 66<sup>th</sup> Street North  
Suite H  
Largo, Florida 33713

The undersigned has executed these Articles of Organization effective as of the 20<sup>th</sup>  
day of September, 1999.

MEMBER:



**GREG A. NOWAK**

#675288 v1 - 8572-001

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**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.



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**GREG A. NOWAK**

Dated: September 20<sup>th</sup>, 1999

#675288 v1 - 8572-001

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

I, **GREG A. NOWAK**, as an initial member of **ORANGE-WETHERBEE, 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 \$99,900.00 of additional cash will be contributed in the future by the members of the Company. This results in a total of \$100,000.00 in cash contributed or to be contributed to the Company.

Executed this 20<sup>th</sup> day of September, 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 Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

MEMBER:



**GREG A. NOWAK**