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* Board Certified Admiralty & Maritime Law

Of Counsel
James S. Robinson

September 24, 1999

VIA UPS OVERNIGHT

Secretary of State
Division of Corporations
409 Gaines Street
Tallahassee, FL 32399

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-09/27/99--01141--003
***285.00 ***285.00

Re: Articles of Organization of Raymond Haldeman, L.L.C

Dear Sir or Madam:

Enclosed please find the original and two copies of the Articles of Organization of Raymond Haldeman, L.L.C. together with our check in the amount of \$285.00 for the filing fees. Please return the certified copies to our offices in the pre-paid UPS envelope enclosed herewith.

Should you have any questions, please don't hesitate to call our offices.

Sincerely yours,

Shirley Pucillo
Shirley Pucillo,
Assistant to Timothy L. Whalen

L99-6157

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ARTICLES OF ORGANIZATION

OF

RAYMOND HALDEMAN, L.C.

A FLORIDA LIMITED LIABILITY COMPANY

FILED
2019 SEP 27 PM 3:00
CLERK OF DISTRICT COURT
WEST PALM BEACH, FLORIDA

The undersigned hereby certify that we have associated ourselves together for the purpose of becoming a limited liability company under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit. We further declare that the following Articles shall be the Charter and authority for the conduct of business of such limited liability company.

ARTICLE I
NAME

The name of the limited liability company shall be RAYMOND HALDEMAN, L.C., and its principal place of business shall be at 301 Clematis Street, Suite 201, in the City of West Palm Beach, County of Palm Beach, State of Florida, but it shall have the power and authority to establish branch offices at such place or places as may be designated by the members.

ARTICLE II
PURPOSES AND POWERS

The general nature of the business or businesses to be transacted and which the limited liability company is authorized to transact, in addition to those authorized by the laws of the State of Florida, and the powers of the limited liability company, shall be as follows:

1. To engage in any activity or business authorized under the Florida Statutes.
2. In general, to carry on any and all incidental business; to have and exercise all the powers conferred by the laws of the State of Florida, and to do any and all things herein set forth to the same extent as a natural person might or could do.
3. To purchase or otherwise acquire, undertake, carry on, improve, or develop, all or any of the business, good will, rights, assets, and liabilities of any person, firm, association, or corporation carrying on any kind of business of a similar nature to that which this limited liability company is authorized to carry on, pursuant to the provisions of the Articles; and to hold, utilize, and in any manner dispose of the rights and property so acquired.

4. To enter into and make all necessary contracts for its business with any person, entity, partnership, association, corporation, domestic or foreign, or of any domestic or foreign state, government, or governmental authority, or of any political or administrative subdivision, or department thereof, and to perform and carry out, assign, cancel, or rescind any of such contracts.

5. To exercise all or any of the limited liability company powers, and to carry out all or any of the purposes, enumerated herein otherwise granted or permitted by law, while acting as agent, nominee, or attorney-in-fact for any persons or corporations, and perform any service under contract or otherwise for any corporation, joint stock company, association, partnership, firm, syndicate, individual, or other entity, and in such capacity or under such arrangement develop, improve, stabilize, strengthen, or extend the property and commercial interest thereof, and to aid, assist, or participate in any lawful enterprise in connection therewith or incidental to such agency, representation, or service, and to render any other service or assistance insofar as it lawfully may under the laws of the State of Florida, providing for the formation, rights, privileges, and immunities of limited liability companies for profit.

6. To do everything necessary, proper, advisable, or convenient for the accomplishment of any of the purposes, or the attainment of any of the objects, or the furtherance of any of the powers herein set forth, either alone or in association with others incidental or pertaining to, or going out of, or connected with its business or powers, provided the same shall not be inconsistent with the laws of the State of Florida.

7. The several clauses contained in this statement of the general nature of the business or businesses to be transacted shall be construed as both purposes and powers of this limited liability company, and statements contained in each clause shall, except as otherwise expressed, be in no way limited or restricted by reference to or inference from the terms of any other clause. They shall be regarded as independent purposes and powers.

Nothing herein contained shall be deemed or construed as authorizing or permitting, or purporting to authorize or permit the limited liability company to carry on any business, exercise any power, or do any act which a limited liability company may not, under the laws of the State of Florida, lawfully carry on, exercise, or do.

ARTICLE III CAPITAL CONTRIBUTIONS

Capital contributions in the amount of TEN THOUSAND DOLLARS (\$10,000) cash and property shall be paid to the limited liability company by the member as reflected

on Exhibit "A" hereto. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members.

ARTICLE IV PROFITS AND LOSSES

(a) Sharing of Profits. The members shall be entitled to the net profits arising from the operation of the limited liability company business that remain after the payment of the expenses of conducting the business of the limited liability company. Each member shall be entitled to such distributions as they shall agree to, from time to time, in the regulations or otherwise. The distributive share of the profits shall be determined and paid to the members not later than December 31st of each year.

(b) Losses. All losses that occur in the operation of the limited liability company business shall be paid out of the capital of the limited liability company and the profits of the business, or, if such sources are insufficient to cover such losses, by the members in equal shares.

ARTICLE V LIMITED LIABILITY COMPANY POWERS

All limited liability company powers shall be exercised by or under the authority of, and the business and affairs of this limited liability company shall be managed under the direction of, the members of this limited liability company. This article may be amended from time to time in the regulations of the limited liability company by a unanimous vote of the members of the limited liability company.

ARTICLE VI DURATION

This limited liability company shall exist commencing:

September 24, 1999.

until December 31, 2023 or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

ARTICLE VII PRINCIPAL PLACE OF BUSINESS ADDRESS OF ORGANIZER

The principal office ^{mailing address} of this limited liability company shall be at 301 Clematis Street,

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CLERK OF SUPERIOR COURT
CLERK OF SUPERIOR COURT

Suite 201, in the City of West Palm Beach, County of Palm Beach, State of Florida

ARTICLE VIII MANAGEMENT

This limited liability company shall be managed by the Members. The names and addresses of the persons who shall serve as such until the first annual meeting of members or until their successors are duly qualified are as follows:

Raymond Haldeman
301 Clematis Street
Suite 200
West Palm Beach, FL 33401

ARTICLE IX INITIAL REGISTERED OFFICE AND REGISTERED AGENT ADDRESS OF ORGANIZER

The address of the initial registered office of the limited liability company and of the Organizer is 301 Clematis Street, Suite 200, City of West Palm Beach, County of Palm Beach, State of Florida, and the name of its initial registered agent at such address is Timothy L. Whalen.

ARTICLE X RESTRICTIONS ON MEMBERSHIP

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the limited liability company.

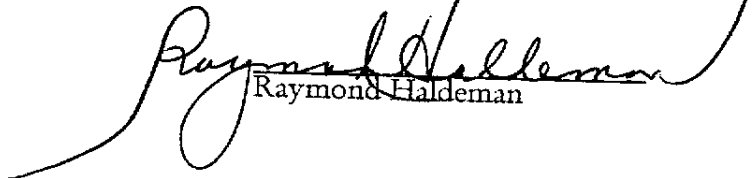
A member's interest in the limited liability company may not be sold or otherwise transferred except with unanimous written consent of all the members.

Upon the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the limited liability company, the remaining members shall have the right to continue the business upon unanimous consent of such remaining members.

The undersigned, being the original members of the limited liability company, hereby

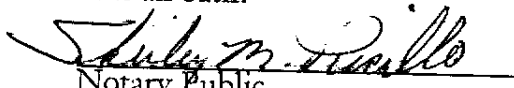
certify that the foregoing constitutes the proposed Articles of Organization of RAYMOND HALDEMAN, L.C.

Executed by the undersigned at West Palm Beach, Florida on Sept. 24, 1999


Raymond Haldeman

STATE OF
COUNTY OF }

The foregoing instrument was acknowledged before me this 24th day of Sept. 1999 by Raymond Haldeman, who is personally known to me and who did take an oath.


Notary Public,
State of Florida at Large

My Commission expires:



SHIRLEY M PUCILLO
My Commission CC546650
Expires Apr. 09, 2000

FILED
SEP 27 PM 5:01
CLERK OF COURT
WEST PALM BEACH, FLORIDA

AFFIDAVIT OF ORGANIZATION

RAYMOND HALDEMAN, L. C.

a Florida Limited Liability Company

COMES NOW the undersigned, a member of RAYMOND HALDEMAN, L.C., a Florida Limited Liability Company, who first being duly sworn, files this Affidavit as to the organization of the Company, and states as follows:

1. The Company has one Member:

Raymond Haldeman
301 Clematis Street
Suite 200
West Palm Beach, FL 33401

Additional Members may be admitted in the future.

2. The actual cash contributions to the Company as of its date of organization is equal to TEN THOUSAND DOLLARS (\$10,000.00).

3. The agreed value of property other than cash contributed by the Members to the Company is ZERO.

4. The total amount of cash and other property anticipated to be contributed to the Company is TEN THOUSAND DOLLARS (\$10,000.00).

IN WITNESS WHEREOF, I set my hand and seal this 24 DAY OF September 1999.


RAYMOND HALDEMAN

STATE OF
COUNTY OF }

The foregoing instrument was sworn to before me this 24 day of Sept, 1999 by Raymond Haldeman, who presented the following identification, to wit: Florida Driver's License, who swore or affirmed that the information contained in the affidavit was true and correct, to the best of his knowledge and belief, and who did not take an oath.


Notary Public
State of Florida



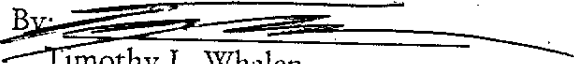
**CERTIFICATE DESIGNATING REGISTERED
OFFICE FOR THE SERVICE OF PROCESS
WITHIN THE STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091 Florida Statutes, and the Florida Limited Liability Company Act the following is submitted in compliance with said Act:

That RAYMOND HALDEMAN, L.C., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Organization at the City of West Palm Beach, Florida, hereby appoints TIMOTHY L. WHALEN, as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Timothy L. Whalen
Registered Agent

Dated: September 24, 1999

FILED
SEP 27 PM 5:07
CLERK OF COURT
JUDICIAL CIRCUIT IN AND FOR
THE SEVENTH JUDICIAL CIRCUIT
WEST PALM BEACH, FLORIDA