

9836 WEST SAMPLE ROAD  
CORAL SPRINGS, FLORIDA 33065

(954) 752-3250  
FAX (954) 753-8573

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9-29-99

EFFECTIVE DATE

9-17-99

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION

OF

G. W. JORDAN AND ASSOCIATES, L.L.C.,  
a Florida Limited Liability Company

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 G. W. JORDAN AND ASSOCIATES, L.L.C., and its principal place of business shall be in the City of Parkland, County of Broward, 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 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 clauses 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 do, under the laws of the State of Florida, lawfully carry on, exercise, or do.

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**ARTICLE III  
CAPITAL CONTRIBUTIONS**

Capital contributions in the amount \$500.00 cash and property shall be paid to the limited liability company by the (2) members in equal shares. Additional contributions will be made as required for investment purposes, as determined by unanimous consent of the members. Members will make contributions in equal shares.

**ARTICLE IV  
PROFIT 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 one-half (1/2). The distributive share of the profits shall be determined and paid to the members as the Managing Members may so direct, but 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 share.

**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:

DATE: September 17, 1999

until December 31, 2020, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

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**ARTICLE VII  
PRINCIPAL PLACE OF BUSINESS**

The principal <sup>mailing</sup> office of this limited liability shall be located at: 6110 Northwest 66th Way, Parkland, Florida, County of Broward, State of Florida.

*per Val Dinsdale*

**ARTICLE VIII  
MANAGEMENT**

The limited liability company shall be managed by (1) Manager. The name and address of the person who shall serve as such until the first annual meeting of members or until his successors are duly qualified is as follows:

Gregory W. Jordan  
6110 Northwest 66th Way  
Parkland, Florida 33067

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**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 6110 Northwest 66th Way, City of Parkland, County of Broward, State of Florida, and the name of its initial registered agent at such address is: Gregory W. Jordan.

**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

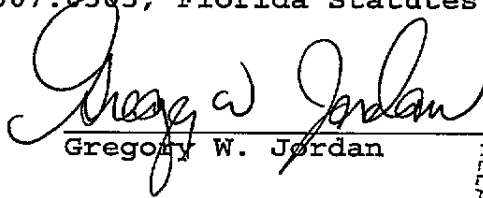


**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF ORGANIZATION**

GREGORY W. JORDAN, an individual residing in this State having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Organization of:

**G.W. JORDAN AND ASSOCIATES, L.L.C.**

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

  
\_\_\_\_\_  
Gregory W. Jordan

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A F F I D A V I T  
O F O R G A N I Z A T I O N

G. W. JORDAN AND ASSOCIATES, L.L.C.  
a Florida Limited Liability Company

COMES NOW the undersigned, a member of G. W. JORDAN AND ASSOCIATES, L.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:

A. The Company has at least two Members:

- 1) Gregory W. Jordan
- 2) Southern Pine Development of  
South Florida, Inc.

Additional Members will be admitted in the future.

B. The actual cash contributions to the Company as of its date of organization equal \$500.00.

C. The agreed value of property other than cash contributed by the Members of the Company is \$ -0-.

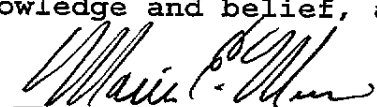
D. The total amount of cash and other property anticipated to be contributed to the Company is \$10,000.00. This total includes amounts from B & C above.

  
\_\_\_\_\_  
Gregory W. Jordan


IN WITNESS WHEREOF, I set my hand and seal this 17 day of September, 1999.

STATE OF FLORIDA                    )  
  SS  
COUNTY OF BROWARD

The foregoing instrument was sworn to before me this 17 day of September, 1999, by Gregory W. Jordan, who presented the following identification, to wit: 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 (did not) take an oath.

  
\_\_\_\_\_  
Notary Public, Maria E. Minor  
State of Florida at Large

My Commission Expires:

 Maria E Minor  
My Commission CC718512  
Expires February 22 2000

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